

Schedule 1.01(a)

EXHIBIT A-1 TO BILL OF SALE

Non-real property Purchased Assets to be conveyed to Charah/Melt Solutions

1. TMPA (Seller) shall retain all personal property associated with its' Mine and Transmission Business units and the Administrative staff in the Bryan Office location.
2. Plant Controls Servers, Networking, and Software
 - a. Servers: Servers associated with the plant controls and monitoring systems, and network including associated DCS and CEMS/COMS systems, PLC processors, A/C units, battery back-up & UPS, WAN/LAN, and trunks/cabling.
 - b. PBX switchboard system located in Power Production Building and associated hardware including trunks, wiring, and handsets
 - c. Plant radio system and associated hardware, base stations, handheld units, charges and spare batteries
 - d. Cisco CPAM gate and physical access system & Cisco Video Surveillance System and associated hardware including wiring, hardware, badging equipment and cameras.
3. Vehicles and Rolling Stock associated with Plant operations and maintenance.

Year	Make	Sorting Category	Equipment Description	License #	VIN ID # or Serial #
2008	Daewoo/Doosan	FORKLIFT	Forklift, Daewoo, 3500 lb.	N/A	PI-00275
2009	Mitsubishi	FORKLIFT	Forklift, Mitsubishi, Diesel, 6,000 lbs	N/A	AF14E20196
2006	Carry-All	CARRY-ALL	Carryall 252	N/A	2G0708-730071
2003	Artic Cat	ATV	4-Wheeler Arctic Cat 400 4x4 ATV (Red)	N/A	4UF03ATV93T208
1985	GMC	FIRE TRUCK	Fire truck - 1 ton	126-4099	1GDJK34W7FV602
2006	Chevy	TRUCK	1/2 ton truck.	125-2523	1GCEC14C97Z514
2009	Chevy	TRUCK	Pick-UP ¾ Ton Chevy, 4x4, Crew Cab	131-8320	1GCHK43K69F139
2012	Ford	TRUCK	F250 3/4 Ton SD	109-0441	1FT7X2A65CEA41
2013	Chevy	TRUCK	3/4 Ton HD, 6.0 L V-8, Ext. Cab., 2wd	112-9984	1GC2CVCG0DZ21
2010	Kawasaki	ATV #6	Kawasaki gas mule, 600 series 2 wheel drive (#6, GCR Park)	N/A	JK1AFEB1XAB519
2009	SeaArk	BOAT	Boat (Center Console) & Trailer [7.5'x18"]	N/A	SOM32887L809
1996	Johnson	BOAT-MOTOR	Motor - 88HP on SeaArk boat	N/A	1ZEAADKFX9A002
2010	Scag	MOWER	Turf Tiger Mower No. 2 (Scag 72" deck)	N/A	E5500168
2016	Kubota	MOWER	Zero turn 60" deck with canopy - Mower #2 (11077)	N/A	10569

2012	Ford	TRUCK	F250 3/4 Ton SD	109-0442	1FT7X2A63CEA41
2016	Kubota	MOWER	Zero turn 60" deck with canopy - Mower #1 (10712)	N/A	10372
2010	Kawasaki	ATV #7	Kawasaki gas mule, 600 series 2 wheel drive (#7 Scrubber)	N/A	JK1AFEB17AB52C
2015	Chevy	TRUCK	Pick Up. 1/2 Ton V-8 4x4 Ext Cab	114-9548	1GCVKPEC4FZ31
2015	Chevy	TRUCK	1/2 Ton 4-Door 4x4 Crew Cab V-8	114-9549	3GCUKPEC4FG34
2007	Ford	TRUCK	1/2 Ton 4-Door 4x4 Ext. Cab Truck	134-4124	1FTRX14W77FA2
2012	Ford	TRUCK	F250 3/4 Ton 4x4 Supercab (Fuel Truck)	109-0440	1FT7X2B69CEA34
2008	Ford	TRUCK	Pickup, 3/4 Ton F250 Ext. Cab	109-0468	1FTNX20528EE3C
1978	Caterpillar	GRADER	Cat 14G motor grader	N/A	96U3469
1996	Komatsu	DOZER	Komatsu D275A DOZER	N/A	10190
2001	Caterpillar	DOZER	Cat D10R DOZER	N/A	3KR01792
2007	Caterpillar	DOZER	Cat D10T DOZER	N/A	RJG01339
1982	Caterpillar	DOZER	Cat D8L DOZER (SFL, ash mgmt)	N/A	53Y00891
2008	Bobcat	BOBCAT	Bobcat S130	N/A	A3KY11327
2017	Bobcat	BOBCAT	Bobcat S450	N/A	2017 S450 EQ#-114
2018	Bobcat	BOBCAT	Bobcat S450	N/A	2018 S450 031
2004	SeaArk	Boat	Boat (Flat Bottom) & Trailer [7.5'x17'9"]	910-743	SOM27669K40C
2004	Yamaha	BOAT-MOTOR	Motor - 40HP on SeaArk boat (in equipment shed)	N/A	G04039031
2007	Prod Coop	SPRAY PUMP	Spray Pump Equipment on Mule #7	N/A	N/A
2007	PSR International	COMPRESSOR	Diesel Heavy Duty Air Compressor - Black Start	921-716	'200609090069/PE4024
2007	Taylor	GENERATOR	Portable Generator - Black Start	900-1077	1T9TG12247R781
2009	Godwin	PUMP	4" Godwin Pump, Landfill, Leachate	N/A	4045TF280
2016	Godwin	PUMP	4" Godwin Pump, Trailer Mounted	N/A	16MMB1011GD07
1993	Jetstream	HYDRO LAZER	Hydro lazer #2	654-987	93449
1983	John Deere	TRACTOR	John Deere 2950 tractor	N/A	L02950T49378
1994	Rhino	MOWER	Rhino 16 ft mower, pulled by Deere	N/A	SW1166
2010	Texas Bragg	TRAILER	Texas Bragg 6' x 12' Trailer for Mower (Red)	900-4214	17XFP1215A1000
2007	Chevy	TRUCK	2500HD 3/4 Ton 4x4 Ext. Cab Truck	125-2522	1GCHK29U67E13
2002	Dodge	TRUCK	1 ton truck/Fleet Maintenance w/ lift gate (4WD?)	821-806	3B6MC36652M24
2006	Chevy	TRUCK	Pick Up. 3/4 Ton, 2wd	125-2521	1GCHC29U96E21
2004	Chevy	TRUCK	Pick Up. 3/4 Ton 04 Chevy 4x4	125-2520	1GCHK24U64E33C
1993	Taylor Dunn	ELECTRIC TRUCK	Electric Truck	N/A	M#B-2-10 S#106C
1983	Grove	CRANE	Grove 40 ton hydraulic crane	N/A	66680
2007	Grove	CRANE	Grove 22 ton hydraulic crane	N/A	SN: 320874
2010	Broderson	CRANE	Broderson RT-300-C 15 ton hydraulic crane	N/A	36107300
2007	Daewoo	FORKLIFT	D100 Daewoo Forklift - 21,500lb	N/A	F100126
2005	Mitsubishi	FORKLIFT	Forklift 6,000 lbs (Diesel)	N/A	AF14E-00129
2006	Mitsubishi	FORKLIFT	Forklift 6,000 lbs. #2	N/A	AF14E00247
2008	Sky Jack	SCISSOR LIFT	Model SJIII3226, 24 - 26' Lift, Electric	N/A	27002680

Year	Manufacturer	Equipment Type	Description	Asset ID	Notes
1997	Caterpillar	BACKHOE	416C - BACKHOE	N/A	4ZN01695
2007	Miller	WELDER	Miller Welder #1 Trailblazer 302 Diesel (Received) in service	N/A	5DLBUZ8107H002
2007	Miller	WELDER	Miller Welder #2 Trailblazer 302 Diesel (Received) in service	N/A	5DLBUZ8127H002
1983	Lincoln	WELDER	Lincoln welding machine # 2 (model#SAE400)	N/A	A999006
1999	LeRoi	AIR COMPRESSOR	Compressor, Air. LeRoi	N/A	3515X133
2002	Genie	LIFT	Boom Lift 65-70' Telescopic 4WD	310-6526	S607974
2013	Chevy	TRUCK	3/4 Ton HD, 6.0L V-8, Ext. Cab., 2wd	112-9983	1GC2CVCG3DZ211
2012	Ford	TRUCK	F250 3/4 Ton, 6.2L V-8, Ext. Cab	109-0461	1FT7X2A6XCEB84
2006	Ford	TRUCK	F150 Pick Up	126-4097	1FTRX12W56NA11

4. Corporate Network has been moved from site so buyer will take possession of TMPA's Administration Building along with associated empty computer room (NOC/Server room) and associated infrastructure including:
 - a. A/C unit
 - b. UPS with battery cabinet
 - c. Emergency Diesel Generator
5. Personal computers associated with Power Production staff including laptops, desktops and printers
6. Shop tools and equipment
 - a. All tools (Specialty & Standard), toolboxes and shop equipment associated with Plant activities, including plant operation, maintenance and engineering, facilities & janitorial, plant locks, key machines and access badges.
7. Warehouse inventory, on-site capital spares and stock or consumable items remaining in Power Production facilities including associated storage shelving and racks.
8. Office furniture and fixtures remaining in Power Production areas, including desks, chairs, bookcases, file cabinets and office supplies.

SCHEDULE 1.01(b)
EXCLUDED ASSETS

All assets not conveyed by Exhibits “A” and “C” are excluded including specifically the following:

A. All transmission lines, transmission substations, and other transmission facilities, whether owned by TMPA, the City of Bryan, the City of Garland, Cross Texas, CenterPoint Energy Houston Electric, or others.

Some easements for the water line, gas line, and flooding include the right to construct, operate, and maintain transmission facilities. The transmission component of those easements will be reserved by TMPA.

B. Defined transmission line easements will be reserved to maintain and operate the reserved transmission lines.

C. The Gibbons Creek Substation will be reserved in fee.

D. Blanket easements will be reserved to provide access to (i) all transmission lines, transmission substations, other transmission facilities (ii) the Gibbons Creek Lignite Mine and (iii) any areas subject to mine reclamation bonding.

E. The microwave tower at the Plant owned by CenterPoint Energy Houston Electric, LLC.

F. All personal property (including all computers and software) not listed in Exhibit A Bill of Sale will be reserved.

G. All documents will be reserved, whether in hard copy or electronic form, including those subject to the Local Government Records Act. Purchaser shall have the right at its expense to make copies of documents needed for the maintenance, operation, decommissioning, and environmental remediation of the Gibbons Creek Steam Electric Station and Reservoir.

H. All oil, gas, and other minerals will be reserved.

I. There will be an exception for all matters of record in the office of the County Clerk of Grimes County, Texas.

J. There will be an exception for historical sites, objects, artifacts, and other items described in Section 191.092, Natural Resources Code. TMPA will reserve the archeological exhibit, consisting of mine artifacts, in the Administration Building.

K. The Lignite Mine, including the southern rail spur right of way, are not to be included in the conveyance to Purchaser. Vehicles, tools, and equipment used by personnel working in the Lignite Mine are not included in the sale to Purchaser.

L. Cash, cash equivalents, investments, bank deposits, and accounts and notes receivable, and environmental or emissions credits will be reserved.

M. All leachate treatment systems for the Site A Landfill, including all supporting equipment, machinery, or utilities exclusively servicing such leachate treatment systems.

SCHEDULE 1.01(c)
PERMITTED ENCUMBRANCES

1. All restrictions, assessments, easements, covenants, conditions, and prior conveyances, conveyances and reservations of minerals and royalties, and other matters of record in the office of the County Clerk of Grimes County, Texas, to the extent they are still in effect and relate to Real Property.
2. Any discrepancies, conflicts, overlaps, or shortages in area or boundary lines which a correct survey would show.
3. All easements, roadways, or encroachments on the ground which are visible or apparent or which a correct survey would show.
4. To the extent the State of Texas may have rights respecting such items under Section 191.093, Texas Natural Resources Code, sites, objects, buildings, artifacts, implements and locations of historical, archeological, scientific, or educational interest within the meaning of Section 191.092, Texas Natural Resources Code, to the extent, if any, such items may be located in, on, or under Real Property.
5. The reservations and exceptions, as more particularly described on Exhibit C.

SCHEDULE 1.01(d)
SELLER REPRESENTATIVES WITH KNOWLEDGE

Bob Kahn, General Manager

Craig York, Plant Manager

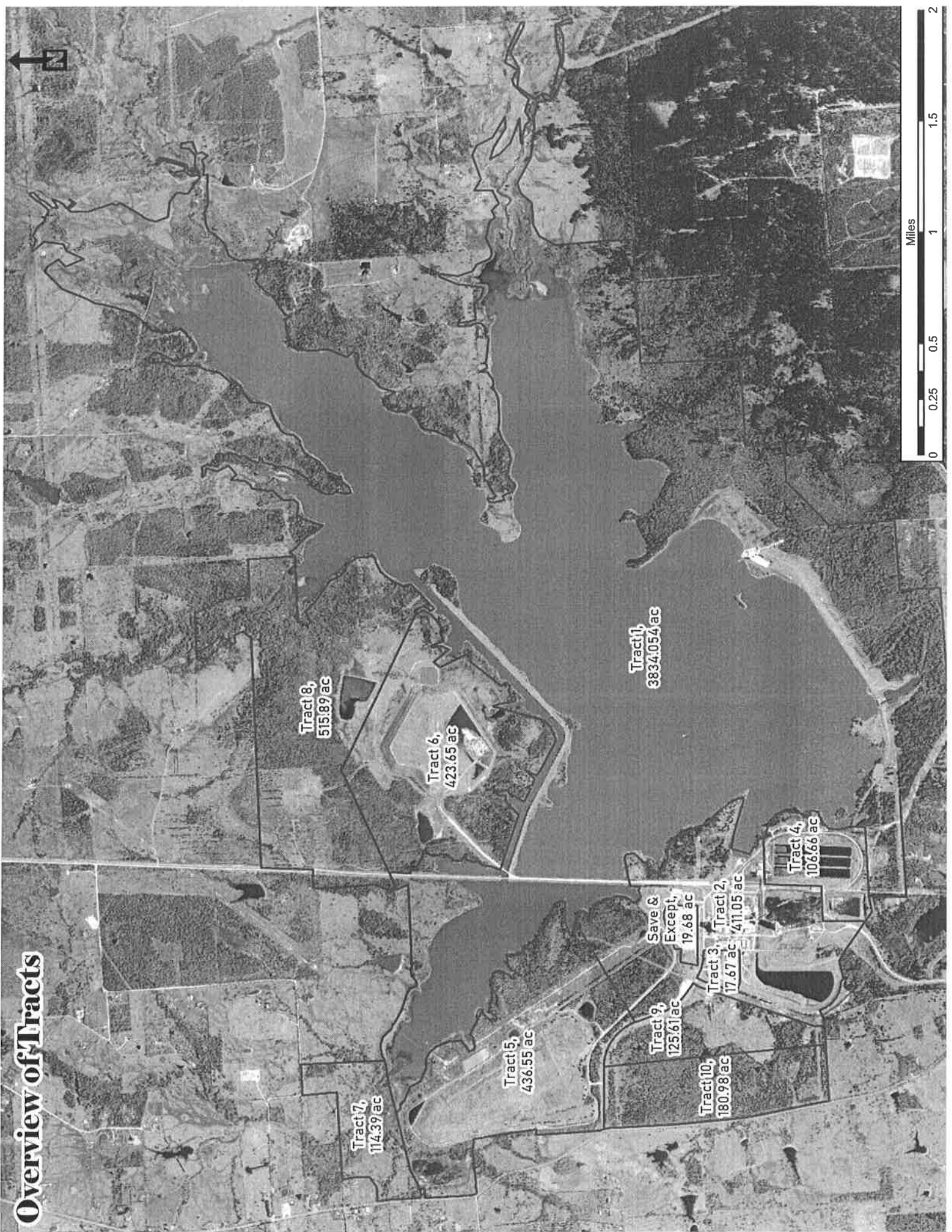
Jan Horbaczewski, Mine and Land Manager

Lyndi Birkhead, Director of Finance and Support Services

SCHEDULE 1.01(e)
REAL PROPERTY

1. The ten parcels described in and attached to this Schedule as exhibits 1 through 10. TMPA owned transmission lines and transmission easements will be reserved to TMPA.
2. The water pumping station on the Navasota River, including the 3.62-acre tract recorded in Volume 442, Page 226, of the Official Public Records of Grimes County, Texas, and the water pipeline, located within easements attached to this Schedule as Exhibit 11. To the extent transmission facilities are located within the easements and to the extent the easements pertain to the construction, reconstruction, operation, maintenance, or in any other manner to electric transmission facilities, the transmission facilities and easements are reserved to TMPA.
3. The railroad spur between the Gibbons Creek Steam Electric Station and Iola as described in and attached to this Schedule as Exhibit 12, including Easement, dated, July 19, 1978, between the County of Grimes, as Grantor, and the Texas Municipal Power Agency, as Grantee, recorded in Volume 363, Page 507, of the Official Public Records of Grimes County, Texas, as amended by Amendment To Easement, dated January 24, 2018, and recorded in Volume 1676, Page 17 or the Official Public Records of Grimes County, Texas.
4. The gas pipeline and metering stations located within the easements attached to this Schedule as Exhibit 13. To the extent transmission facilities are located within the easements and to the extent the easements pertain to the construction, reconstruction, operation, maintenance, or in any other manner to electric transmission facilities, the transmission facilities and easements are reserved to TMPA.
5. The flood easements as described in and attached to this Schedule as Exhibit 14. To the extent transmission facilities are located within the easements and to the extent the easements pertain to the construction, reconstruction, operation, maintenance, or in any other manner to electric transmission facilities, the transmission facilities and easements are reserved to TMPA.
6. The rights of TMPA under the Bill of Sale and Assignment, dated June 12, 1992, recorded in Volume 716, Page 835, Real Property Records of Grimes County, Texas, under which Diamond Shamrock and Marketing Company, as Assignor, sold, assigned and conveyed to Texas Municipal Power Agency, as Assignee, the pipeline and easements described therein. The conveyance of this Pipeline and assignment of the Bill of Sale and Assignment shall be without warranty of title.
7. The Hog Creek Substation, including the 25 kV distribution system that provided station services around the plant, extending from the Hog Creek Substation to Site "A" landfill Pond #1 then on to the pumping station on the Navasota River. The transmission poles/towers and any other transmission facilities to which the 25 kV distribution system is attached are reserved to TMPA. The 138 kV motor operated switch off the 138 kV Bryan East Line (138 kV Motor Operated Load Break Switch 1200A 138 kV GCHC-8019) will be reserved to TMPA.

Overview of Tracts



Tract I - 3,834 ac

**Tract II,
3334,054 ac**

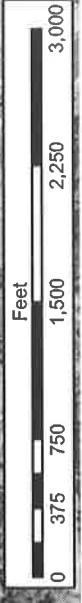
Miles



Tract 2 - 411 ac

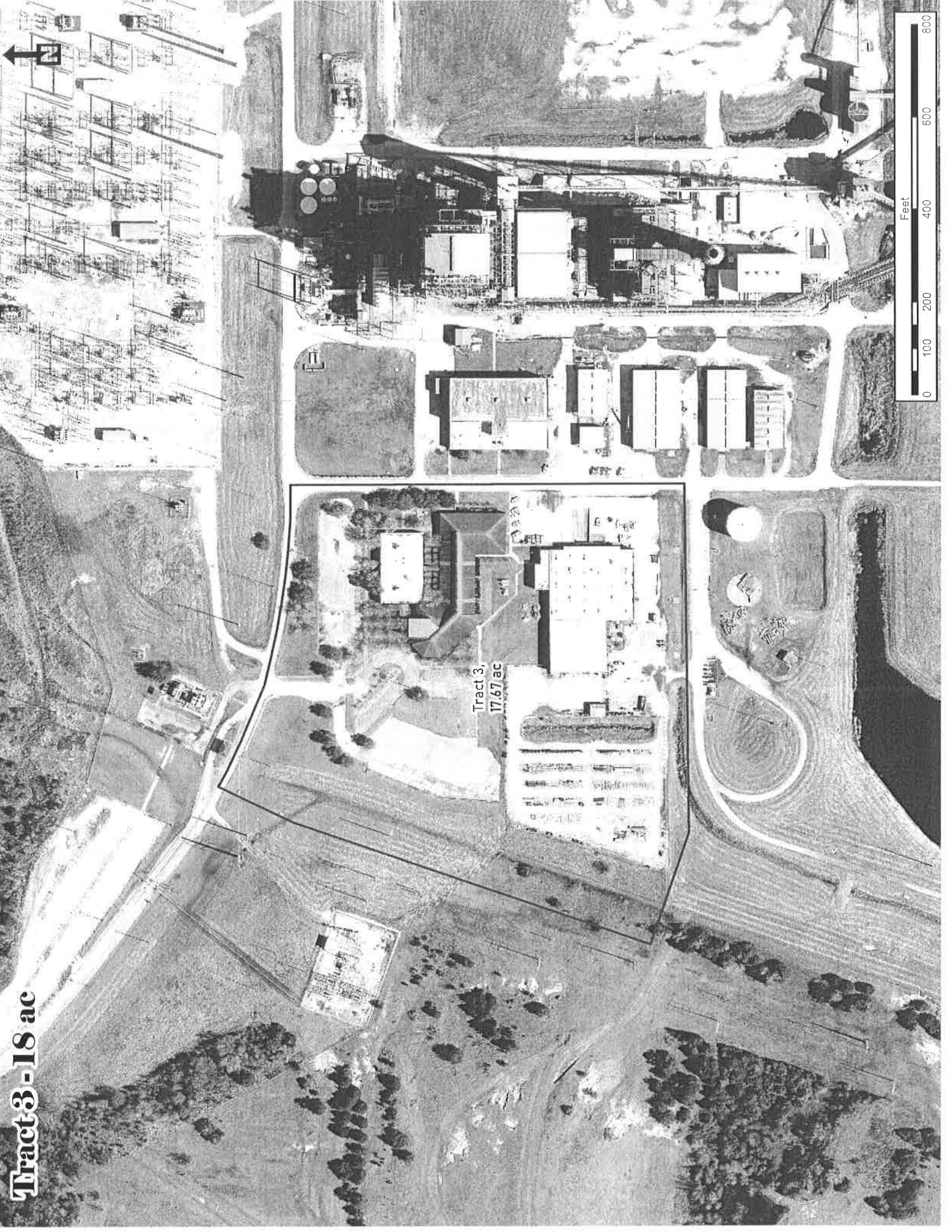
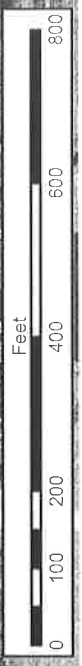


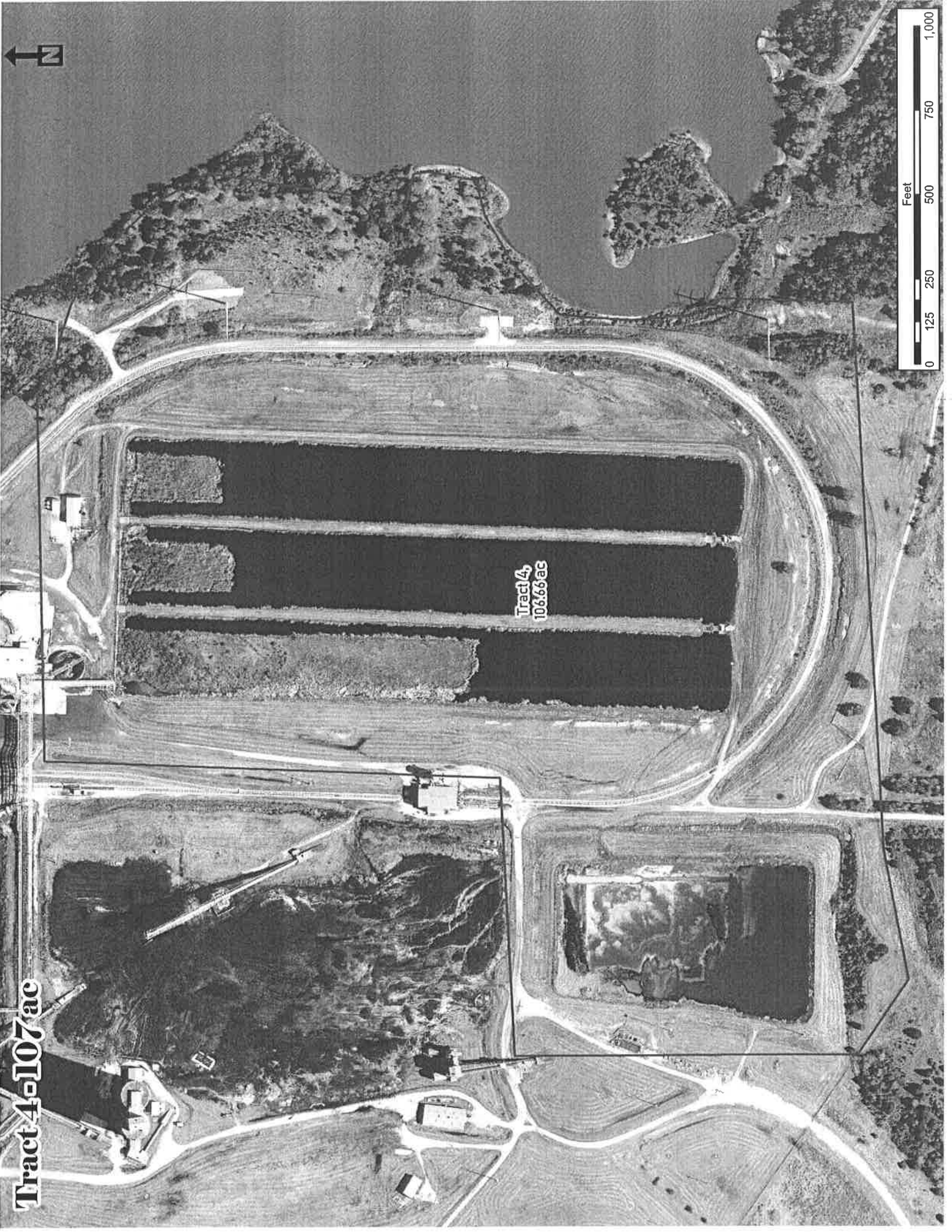
Tract 2,
411.05 ac



Tract 3 - 18 ac

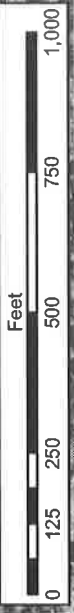
Tract 3,
17.67 ac





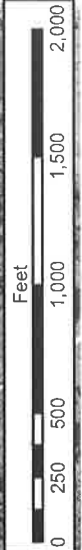
Tract 4 = 107 ac

**Tract 4,
106.66 ac**



Tract 5 - 437 ac

**Tract 15,
436.55 ac**



Tract 6 = 424 ac



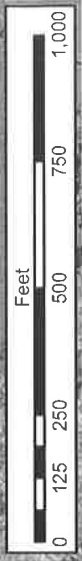
Tract 6,
423.65 ac





Tract 7 = 114 ac

Tract 7,
11439 ac



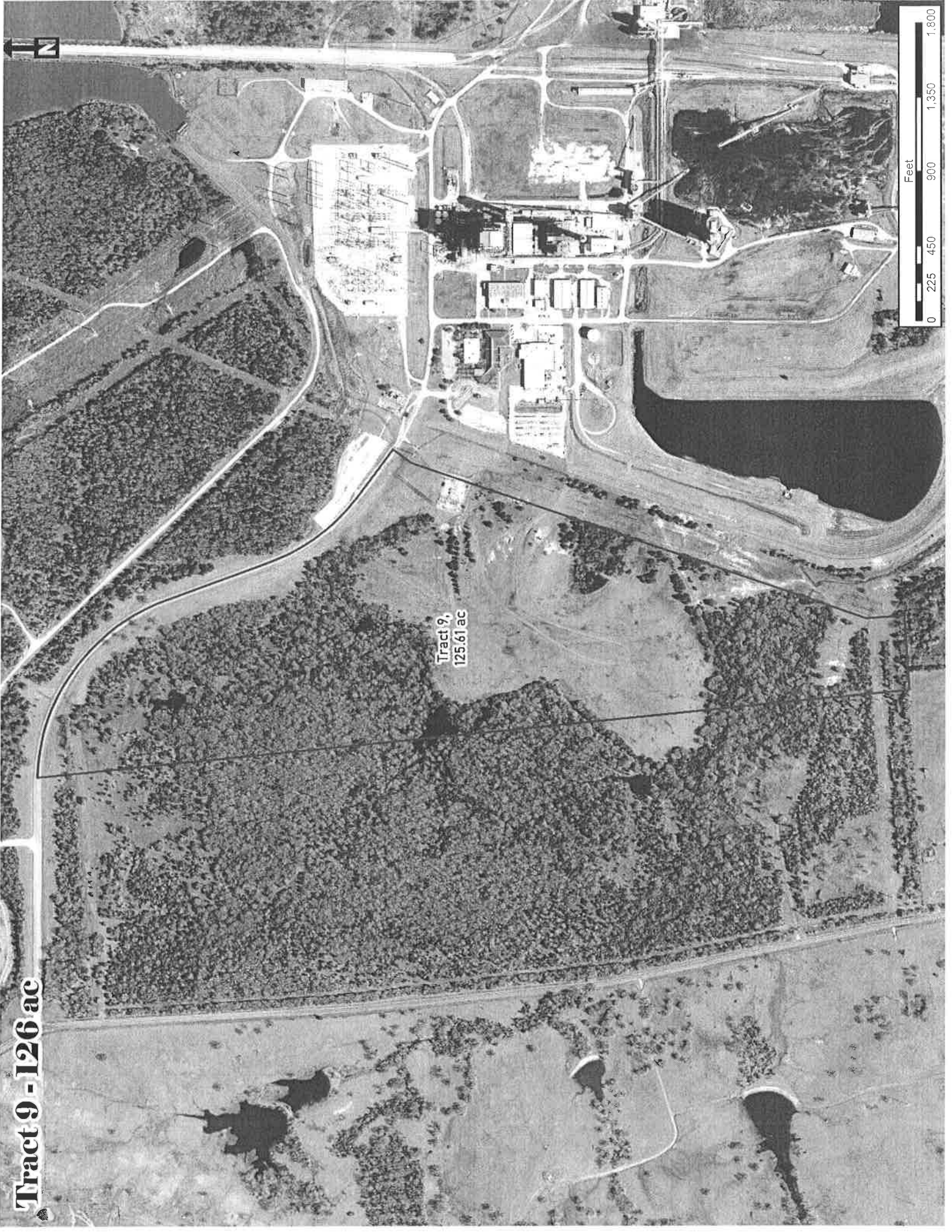
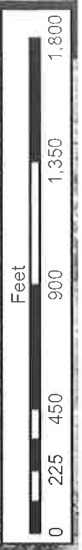
Tract 8 - 5116 ac

**Tract 8,
515.89 ac**



Tract 9 - 126 ac

Tract 9,
125.61 ac





Tract 10 = 181 ac

**Tract 10,
180.98 ac**

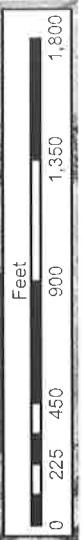


EXHIBIT 11 TO SCHEDULE 1.01(e)

Recorded in the Official Public Records of Grimes County, Texas

Vol. 402, Page 396

Vol. 442, Page 229

Vol. 402, Page 440

Vol. 403, Page 104

Vol. 409, Page 347

Vol. 448, Page 826

EXHIBIT 12 TO SCHEDULE 1.01(e)

Railroad Spur

Texas Municipal Power Agency (TMPA)
North Railroad Spur
To Serve TMPA Power Plant
76.56 Acre Tract
Wm. Fairfax Gray Survey, A-247
Wm. Fairfax Gray Survey, A-248
Mary Peterson Survey, A-369
Sam R. Marshall Survey, A-346
J. C. Sturtevant Survey, A-432
John W. Millhanks Survey, A-338
Tandy H. Walker Survey, A-471
Grimes County, Texas

Field notes of a 76.56 acre tract or parcel of land, lying and being situated in the Wm. Fairfax Gray Survey, Abstract No. 247, in the Wm. Fairfax Gray Survey, Abstract No. 248, in the Mary Peterson Survey, Abstract No. 369, in the Sam R. Marshall Survey, Abstract No. 346, in the J. C. Sturtevant Survey, Abstract No. 432, in the John W. Millhanks Survey, Abstract No. 338 and in the Tandy H. Walker Survey, Abstract No. 471, Grimes County, Texas, and consisting of the following tracts:

All of the remainder of the called 32.548 acre (28.536 acre net) tract described in the deed from Norman Peyton Tucker to TMPA as recorded in Volume 351, Page 342, of the Real Property Records of Grimes County, Texas, (said remainder being a 165' wide strip out of TMPA Tr. 300);

All of the remainder of the called 6-1/3 acre tract described in the deed from John S. Sullivan, Jr., et ux to TMPA as recorded in Volume 356, Page 484, of the Real Property Records of Grimes County, Texas, (said remainder being a 165' wide strip out of TMPA Tr. 301);

All of the called 0.639 acre tract (TMPA Tr. 302) described in the deed from G. D. Stuckey, et ux, to TMPA as recorded in Volume 356, Page 632, of the Real Property Records of Grimes County, Texas;

All of the remainder of the called 6.244 acre tract from W. D. Stuckey, et ux, to TMPA as recorded in Volume 356, Page 636, of the Real Property Records of Grimes County, Texas, (said remainder being a 165' wide strip out of TMPA Tr. 303);

All of the called 2.223 acre tract (TMPA Tr. 304) described in the deed from Una Cleveland, et vir to TMPA as recorded in Volume 354, Page 66, of the Real Property Records of Grimes County, Texas, (NOTE: this tract overlaps with TMPA Tr. 303 by 34 feet);

All of the called 3.655 acre tract (TMPA Tr. 305) described in the deed from H. H. Day, et ux to TMPA as recorded in Volume 351, Page 630, of the Real Property Records of Grimes County, Texas, (NOTE: this tract is 115' wide);

All of the called 2.801 acre tract (TMPA Tr. 306) described in the deed from Anna Mary Boyle to TMPA as recorded in Volume 356, Page 35, of the Real Property Records of Grimes County, Texas;

All of the called 4.042 acre tract (TMPA Tr. 307) described in the deed from Mrs. Dovie Marie Corley to TMPA as recorded in Volume 351, Page 632, of the Real Property Records of Grimes County, Texas;

All of the called 14.649 acre tract being the remainder of the TMPA Tracts 208 and 209 described as a Save & Except tract in the deed from TMPA to Chester Mosier, et ux recorded in Volume 987, Page 642, of the Real Property Records of Grimes County, Texas, said deed conveys all of TMPA Tr. 308 (84.677 acres – 352/506), and all of TMPA Tr. 309 (146 acres – 349/806), Save & Except the 14.649 acre tract;

All of the called 6.939 acre tract (TMPA Tr. 310), all of the called 0.086 acre tract (TMPA Tr. 310 SE flare), and all of the called 0.086 acre tract (TMPA Tr. 310 – SW flare) described in the deed from Leon H. Meyer, et al to TMPA as recorded in Volume 363, Page 398, of the Real Property Records of Grimes County, Texas;

Texas Municipal Power Agency (TMPA)
North Railroad Spur
To Serve TMPA Power Plant
76.56 Acre Tract
Wm. Fairfax Gray Survey, A-247, etc.
Grimes County, Texas
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All of the called 6.096 acre – Tr. 1 (TMPA Tr. 311-B), all of the called 0.086 acre – Tr. 2 (TMPA Tr. 311-E), all of the called 0.086 acre – Tr. 3 (TMPA Tr. 311-D), all of the called 0.086 acre – Tr. 4 (TMPA Tr. 311-F) and all of the called 0.086 acre – Tr. 5 (TMPA Tr. 311-G), described in the deed from J. C. Howard, et ux, to TMPA as recorded in Volume 355, Page 809, of the Real Property Records of Grimes County, Texas;

All of the called 2.817 acre – Tr. 1 (TMPA Tr. 312-B), all of the called 0.086 acre – Tr. 2 (TMPA Tr. 312-E), all of the called 0.086 acre – Tr. 3 (TMPA Tr. 312-D), and all of the called 1.498 acre – Tr. 4 (TMPA Tr. 312-C), described in the deed from C. M. Biederstadt, Jr., et ux, et al to TMPA as recorded in Volume 352, Page 500, of the Real Property Records of Grimes County, Texas;

All of the called 4.785 acre – Tr. 1 (TMPA Tr. 324), and all of the called 9.499 acre – Tr. 2 (TMPA Tr. 324-A), described in the deed from Southern Pacific Transportation Company, et al to TMPA as recorded in Volume 419, Page 863, of the Real Property Records of Grimes County, Texas;

All of the called 0.314 acre tract (TMPA Tr. 313), described in the deed from C. M. Biederstadt, Jr., et ux, to TMPA as recorded in Volume 352, Page 504, of the Real Property Records of Grimes County, Texas;

All of the called 0.401 acre tract (TMPA Tr. 314), described in the deed from Ray T. Trant, et ux, to TMPA as recorded in Volume 366, Page 388, of the Real Property Records of Grimes County, Texas;

All of the called 2.305 acre tract (TMPA Tr. 315), described in the deed from Floyd Dee English, et ux, to TMPA as recorded in Volume 353, Page 719, of the Real Property Records of Grimes County, Texas;

All of the called 0.518 acre – Tr. 1 (TMPA Tr. 316), all of the called 0.487 acre – Tr. 2 (TMPA Tr. 317), and all of the called 0.022 acre Tr. 3 (TMPA Tr. 319), described in the deed from Harry E. Bourne, et ux to TMPA as recorded in Volume 355, Page 764, of the Real Property Records of Grimes County, Texas;

All of the called 0.578 acre tract (TMPA Tr. 318), described in the deed from Margaret M. Bourne, et vir, to TMPA as recorded in Volume 355, Page 762, of the Real Property Records of Grimes County, Texas;

All of the called 0.960 acre tract (TMPA Tr. 321), described in the deed from Malcolm Lewis, et ux, to TMPA as recorded in Volume 360, Page 601, of the Real Property Records of Grimes County, Texas;

And part of the called 13.035 acre tract (TMPA Tr. 254-L), described in the deed from J. M. Hicks, et al to TMPA as recorded in Volume 415, Page 899, of the Real Property Records of Grimes County, Texas, and said 76.56 acre tract being more particularly described as follows:

COMMENCING at the concrete monument found (Muery*) marking the southwest corner of the aforementioned 32.548 acre tract, same being the southwest corner of the Snook – called 10.83 acre – Tr. 300-3, described in the deed recorded in Volume 557, Page 478, of the Real Property Records of Grimes County, Texas; ---- *(Muery) – indicates an original monument being a 5" octagonal concrete monument set by Muery Services out of San Antonio circa late 1970's through early 1980's ---;

Texas Municipal Power Agency (TMPA)
North Railroad Spur
To Serve TMPA Power Plant
76.56 Acre Tract
Wm. Fairfax Gray Survey, A-247, etc.
Grimes County, Texas
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THENCE N 17° 50' 42" E along the west line of the beforementioned 32.548 acre tract and the west line of the 10.83 acre tract (out of said 32.548 acre tract), for a distance of 1017.84 feet and corner in the southwest right-of-way line of State Highway No. 39, from which a concrete monument found (dist) bears N 14° 25' 34" E – 9.10 feet, and a ½" iron rod found at a 12" creosote post fence corner in the southwest line of State Highway No. 39 bears N 34° 42' 42" W – 708.08 feet, said corner being in a curve, concave to the northeast, having a radius of 2915.42 feet;

THENCE along the southwest right-of-way line of S.H. No. 39, as follows:

Southeasterly along said curve, for an arc length of 169.30 feet to the end of this curve, from which a concrete right-of-way marker found bears N 38° 50' 10" W – 1.94 feet, the chord bears S 42° 37' 00" E – 169.28 feet,
S 44° 16' 49" E for a distance of 47.00 feet to a ½" iron rod set at the **PLACE OF BEGINNING** of this description at the northeast corner of the beforementioned 10.83 acre tract;

THENCE S 44° 16' 49" E along the southwest right-of-way line of S.H. No. 39 (100' wide right-of-way), for a distance of 282.17 feet to the northwest corner of the Snook – called 5.99 acre – Tr. 300-2 described in the abovementioned deed 577/478, from which a concrete monument found bears S 64° 49' 45" E – 1.04 feet, said corner being at the beginning of a curve, concave to the west, having a radius of 816.20 feet;

THENCE along the easterly lines of the beforementioned TMPA Tracts 300 (remainder), 301 (remainder), 302, 303 (remainder), and 304, same being the west lines of the following tracts: the beforementioned 5.99 acre tract, the Snook – called 17.31 acre (net) tract, described in the deed recorded in Volume 546, Page 549, of the Real Property Records of Grimes County, Texas, the Bravenec – called 0.89 acre – Tr. 303-1, described in the deed recorded in Volume 503, Page 319, of the Real Property Records of Grimes County, Texas, and the Martin – called 39.887 acre (net) tract, described in the deed recorded in Volume 816, Page 378, of the Real Property Records of Grimes County, Texas, partially adjacent to a fence, as follows:

Southerly along said curve, for an arc length of 290.65 feet to the end of this curve, the chord bears S 09° 24' 17" W - 289.12 feet, and a concrete monument found bears S 09° 06' 59" E – 0.36 feet,
S 19° 36' 22" W at a distance of 655.83 feet, pass a concrete monument found (Muery) marking the southeast corner of the 0.634 acre tract, continue on, at a distance of 824.20 feet, a concrete monument found (Muery) bears west – 0.58 feet, continue on, for a total distance of 1494.57 feet to the southeast corner of the 2.223 acre tract at the southwest corner of the Martin – 39.887 acre tract, same being in the north line of the Guerrero – called 13.56 acre – Tr. 7, described in the deed recorded in Volume 899, Page 44, of the Real Property Records of Grimes County, Texas, from which a 6" rock found at a 6" cedar post fence at the northeast corner of the 13.56 acre tract bears S 73° 14' 38" E – 356.05 feet;

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THENCE N 73° 21' 42" W along the south line of the beforementioned TMPA – 2.223 acre tract, same being the north line of the beforementioned 13.56 acre tract, adjacent to a fence, at a distance of 0.44 feet, pass a concrete monument found (Muery), continue on, for a total distance of 50.07 feet to a ½" iron rod set at the northeast corner of the beforementioned TMPA Tr. – 305 – 3.655 acres, from which a concrete monument found (Muery) bears S 16° 31' 07" E – 1.07 feet;

THENCE S 19° 36' 22" W along the east line of the beforementioned 3.655 acre tract and the beforementioned 2.801 acre TMPA Tr. 306, same being the west line of the beforementioned 13.56 acre tract and crossing the Boyle – 59.956 acre tract described in the deed recorded in Volume 234, Page 10, of the Real Property Records of Grimes County, Texas, adjacent to a fence, at a distance of 1369.9 feet, pass a 6" cedar post fence corner, at a distance of 1386.38 feet, pass a concrete monument found (Muery) marking the northeast corner of the 2.801 acre tract in or near the common line between the beforementioned Gray Surveys, continue on, for a total distance of 2449.05 feet to a concrete monument found (Muery) at a 6" creosote post fence corner marking the southeast corner of the 2.801 acre tract, in the south line of the 59.956 acre tract, same being in the north line of the beforementioned 4.042 acre – TMPA Tr. 307;

THENCE S 73° 44' 52" E along the north line of the beforementioned 4.042 acre tract, same being the south line of the beforementioned 59.956 acre tract, adjacent to a fence, at a distance of 49.82 feet, pass a concrete monument found (Muery), continue on, for a total distance of 50.09 feet to the northeast corner of the 4.042 acre tract (TMPA Tr. 307), same being the northwest corner of the Rogers – called 20.56 acre – Tr. 2, described in the deed recorded in Volume 1604, Page 682, of the Real Property Records of Grimes County, Texas;

THENCE along the east line of the beforementioned 4.042 acre tract, same being the west line of the beforementioned 20.56 acre tract adjacent to a fence, as follows:

S 19° 36' 22" W for a distance of 301.51 feet to the beginning of a curve, concave to the east, having a radius of 5629.44 feet, from which a concrete monument found (Muery) bears N 41° 42' 00" E – 0.31 feet,
Southerly along said curve, for an arc length of 510.87 feet to the end of this curve, the chord bears S 17° 00' 23" W - 510.69 feet, from which a concrete monument found (Muery) bears N 00° 27' 18" E – 0.64 feet,
S 14° 24' 24" W for a distance of 254.31 feet to a concrete monument found (Muery) marking the southeast corner of the 4.042 acre tract, same being the southwest corner of the 20.56 acre tract in the north line of the Mosier – called 233.46 acre (218.812 acre net) tract described in the deed recorded in Volume 987, Page 642, of the Real Property Records of Grimes County, Texas, from which a concrete monument found (Muery) marking the northeast corner of the 218.812 acre tract bears S 73° 45' 14" E – 835.85 feet;

THENCE N 73° 45' 14" W along the south line of the beforementioned 4.042 acre tract, same being the north line of the beforementioned 218.812 acre tract, adjacent to a fence, at a distance of 50.9 feet, an 8" creosote post fence corner bears south – 0.24 feet, continue on, leaving fence line for a total distance of 58.21 feet to a ½" iron rod set at the northeast corner of the beforementioned 14.649 acre tract, (TMPA Tr. 308 / 309);

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THENCE S 14° 15' 03" W along the east line of the beforementioned 14.649 acre tract, same being a west line of the beforementioned 218.812 acre tract, adjacent to and east of a fence, (fence varies from 7 feet to 2.6 feet east of this described line), for a distance of 1071.31 feet to a ½" iron rod set for angle point in the common line between the Peterson and Marshall Surveys;

THENCE S 14° 19' 03" W continuing along the east line of the beforementioned 14.649 acre tract and a west line of the beforementioned 218.812 acre tract, adjacent to a fence, at a distance of 1727 feet, fence line flares to the east, for a total distance of 2562.15 feet to a ½" iron rod set for angle point;

THENCE S 14° 22' 28" W continuing along the east line of the beforementioned 14.649 acre tract and a west line of the beforementioned 218.812 acre tract, adjacent to a fence, for a distance of 2370.91 feet to a concrete monument found (Muery) at an 8" creosote post fence corner marking the southeast corner of the 14.649 acre tract, same being the northeast corner of the beforementioned TMPA Tr. 310 – 6.939 acres and being a southwest corner of the 218.812 acre tract and being in the north line of the Dudley Ranch – called 309.11 acre (302.23 acre net) tract described in the deed recorded in Volume 1577, Page 737, of the Real Property Records of Grimes County, Texas, from which a concrete monument found (Muery) bears S 73° 23' 06" E – 892.98 feet;

THENCE S 14° 25' 12" W along the east line of the 6.939 acre tract, same being a west line of the beforementioned 302.23 acre tract, adjacent to a fence, at a distance of 1443.39 feet, pass a ½" iron rod found, continue on, for a total distance of 2994.06 feet to the northwest corner of the beforementioned 0.086 acre – Tr. 2 (TMPA Tr. 310-F);

THENCE along the lines of the beforementioned 0.086 acre – Tr. 2, and the beforementioned 0.086 acre – Tr. 2 (TMPA Tr. 311-E), as follows:

S 68° 47' 23" E along the south line of the beforementioned 309.11 acre tract, adjacent to a fence, at a distance of 0.91 feet, pass a concrete monument found (Muery) for a total distance of 151.80 feet to a concrete monument found (Muery),
S 14° 17' 29" W across the common line between the Marshall and Sturtevant Surveys, and cross County Road No. 162, for a distance of 39.73 feet to a concrete monument found (Muery),
N 76° 54' 58" W adjacent to a fence, at a distance of 150.05 feet, pass a concrete monument found (Muery), continue on, for a total distance of 150.86 feet to the southwest corner of the 0.086 acre tract (TMPA Tr. 311-E) in the east line of the beforementioned 6.096 acre tract (TMPA Tr. 311);

THENCE S 14° 24' 47" W along the east line of the beforementioned 6.096 acre – TMPA Tr. 311, same being through the Scott – called 109.75 acre tract described in the deed recorded in Volume 351, Page 409, of the Real Property Records of Grimes County, Texas, adjacent to a fence, for a distance of 2599.70 feet to the northwest corner of the beforementioned called 0.086 acre – Tr. 5 (TMPA Tr. 311-G);

THENCE along the lines of the beforementioned 0.086 acre TMPA Tr. 311-G, and the beforementioned 0.086 acre – Tr. 3 (TMPA Tr. 312-D), as follows:

S 73° 35' 37" E at a distance of 0.46 feet, pass a concrete monument found (Muery), partially adjacent to a fence, for a total distance of 149.95 feet to a ½" iron rod set at the northeast corner of the TMPA Tr. 311-G,

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S 14° 35' 34" W across County Road No. 157, for a distance of 40.41 feet to a ½" iron rod set at the southeast corner of TMPA Tr. 312-D,
N 81° 29' 10" W adjacent to a fence, for a distance of 150.64 feet to a concrete monument found (Muery), from which an 8" creosote post fence corner bears N 85° 55' 12" W – 1.45 feet, said concrete monument found (Muery) being in the east line of the beforementioned 2.8717 acre TMPA Tr. 312, same being the northwest corner of the Lillich, III – called 23.029 acre tract described in the deed recorded in Volume 1391, Page 674, of the Real Property Records of Grimes County, Texas;

THENCE along the east line of the beforementioned 2.817 acre tract (TMPA Tr. 312), and the east line of the beforementioned 0.314 acre tract (TMPA Tr. 313), same being the west line of the beforementioned 23.029 acre tract and the Messerly – called 47.746 acre tract, described in the deed recorded in Volume 916, Page 139, of the Real Property Records of Grimes County, Texas, adjacent to a fence, as follows:

S 14° 21' 53" W for a distance of 587.02 feet to a concrete monument found (Muery) at the beginning of a curve, concave to the east, having a radius of 5731.26 feet,
Southerly along said curve, for an arc length of 1224.93 feet to a concrete monument found (Muery) at a 10" creosote post fence corner marking an interior ell corner of the 2.817 acre tract, the chord bears S 08° 14' 31" W - 1222.60 feet,
S 86° 51' 25" E for a distance of 9.83 feet to a concrete monument found (Muery) at an 8" creosote post fence corner,
S 01° 57' 52" W at a distance of 219.24 feet, pass a concrete monument found (Muery), continue on, for a total distance of 1125.25 feet to a concrete monument found (Muery) marking the southeast corner of the 0.314 acre tract, same being the southwest corner of the 47.746 acre tract and being the northeast corner of the beforementioned 0.401 acre – TMPA Tr. 314, same being in the common line between the Sturtevant and Millhanks Surveys, and being in the north line of the Trant – called 133.4 acre – Tr. 4, described in the deed recorded in Volume 209, Page 594, of the Real Property Records of Grimes County, Texas;

THENCE S 02° 06' 53" W along the east line of the beforementioned 0.401 acre tract (TMPA Tr. 314), through said 133.4 acre tract, adjacent to a fence, for a distance of 1196.40 feet to a concrete monument found (Muery) at a 6" creosote post fence corner marking the southeast corner of the 0.401 acre tract, same being the north line of the Parker – called 31.005 acre tract, described in the deed recorded in Volume 940, Page 277, of the Real Property Records of Grimes County, Texas, same being in the common line between the Millhanks and Walker Surveys;

THENCE S 88° 03' 38" W along the south line of the beforementioned 0.401 acre – TMPA Tr. 314, same being the north line of the beforementioned 31.005 acre tract, along or near the said common survey line, adjacent to a fence, for a distance of 10.67 feet to an eye bolt found at a 6" creosote post fence corner marking the northwest corner of the 31.005 acre tract, same being the northeast corner of the beforementioned 2.305 acre – TMPA Tr. 315;

THENCE along the common line between the beforementioned TMPA Tr. 315 (2.305 acres) and the beforementioned 31.005 acre tract, adjacent to a fence, as follows:

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S 01° 56' 29" W	for a distance of 441.26 feet to a concrete monument found (Muery),
S 02° 03' 36" W	for a distance of 863.29 feet to a concrete monument found (Muery),
S 87° 37' 48" E	for a distance of 30.09 feet to a concrete monument found (Muery),
S 02° 01' 35" W	for a distance of 332.17 feet to a concrete monument found (Muery) at a 6" creosote post fence corner, at the southwest corner of the 31.005 acre tract, in the north line of the Bourne – called 20.00 acre tract described in the deed recorded in Volume 1283, Page 119, of the Real Property Records of Grimes County, Texas;

THENCE S 84° 37' 57" W along the south line of the beforementioned 2.305 acre – TMPA Tr. 315, same being in the north line of the beforementioned 20.00 acre tract, adjacent to a fence, for a distance of 20.04 feet to a concrete monument found (Muery) at an 8" creosote post fence corner marking the northeast corner of the beforementioned 0.518 acre tract (TMPA Tr. 316), same being the northwest corner of the 20.00 acre tract;

THENCE S 02° 03' 15" W along the east line of the beforementioned 0.518 acre – TMPA Tr. 316, and the beforementioned 0.487 acre – TMPA Tr. 317, same being the west lines of the following tracts: the beforementioned 20.00 acre tract, the Vivian – called 16.50 acre tract described in the deed recorded in Volume 1283, Page 147, of the Real Property Records of Grimes County, Texas, the Froebel – called 18.29 acre tract described in the deed recorded in Volume 1283, Page 140, of the Real Property Records of Grimes County, Texas, and the Clay – called 18.29 acre tract described in the deed recorded in Volume 1283, Page 133, of the Real Property Records of Grimes County, Texas, adjacent to a fence, at a distance of 1434.50 feet, pass a concrete monument found (Muery) near fence corner, continue on, for a total distance of 2801.05 feet to a concrete monument found (Muery) at the southeast corner of the TMPA Tr. 317 in the north line of the beforementioned 0.578 acre – TMPA Tr. 318;

THENCE N 86° 04' 39" E along the north line of the TMPA Tr. 318, adjacent to a fence, for a distance of 19.91 feet to a concrete monument found (Muery) at a 6" creosote post fence corner marking the northeast corner of the 0.578 acre – TMPA Tr. 318;

THENCE along the common lines between the beforementioned 0.578 acre – TMPA Tr. 318, the beforementioned 18.29 acre tract, and the Sage – called 18.29 acre tract described in the deed recorded in Volume 1283, Page 154, of the Real Property Records of Grimes County, Texas, adjacent to a fence, as follows:

S 02° 02' 22" W	for a distance of 566.15 feet to a concrete monument found (Muery) at a 6" creosote post fence corner,
N 88° 09' 38" W	for a distance of 29.85 feet to a concrete monument found (Muery) at a 6" creosote post fence corner,
S 02° 03' 04" W	for a distance of 917.48 feet to a concrete monument found (Muery) near cattleguard, marking the southeast corner of the TMPA Tr. 318, same being the northeast corner of the beforementioned 0.022 acre – TMPA Tr. 319;

THENCE S 01° 58' 08" W along the east line of the beforementioned TMPA Tr. 319 (0.022 acre), same being the west line of the beforementioned Sage – 18.29 acre tract, adjacent to a fence, for a distance of 174.91 feet to a concrete monument found (Muery) near fence corner marking the southeast corner of the 0.022 acre tract, same being the southwest corner of the 18.29 acre tract, and being in the north line of the Petrovich – called 4.60 acre tract described in the deed recorded in Volume 349, Page 08, of the Real Property Records of Grimes County, Texas;

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THENCE S 75° 03' 58" W along the south line of the beforementioned 0.022 acre tract and the north line of the beforementioned 4.60 acre tract, adjacent to a fence, for a distance of 5.68 feet to a concrete monument found (Muery) at a 6" creosote post fence corner marking the northwest corner of the 4.60 acre tract in the east line of the beforementioned 9.499 acre – TMPA Tr. 324-A;

THENCE S 02° 00' 35" W along the east line of the beforementioned 9.499 acre – TMPA Tr. 324-A, same being the west line of the beforementioned 4.60 acre tract and the Harding – called 40 acre tract described in the deed recorded in Volume 1395, Page 101, of the Real Property Records of Grimes County, Texas, adjacent to a fence, for a distance of 1600.21 feet to a concrete monument found (Muery) marking the northwest corner of the beforementioned 0.960 acre – TMPA Tr. 321, same being the southwest corner of the 40 acre tract, from which a 1" iron pipe found bears N 08° 37' 13" W – 0.73 feet, and a 6" creosote post fence corner bears N 00° 23' 15" W – 8.3 feet;

THENCE N 83° 49' 06" E along the north line of the beforementioned 0.960 acre – TMPA Tr. 321, and along the south line of the beforementioned 40 acre tract, for a distance of 4.31 feet to a concrete monument found (Muery) at the northeast corner of the 0.960 acre tract;

THENCE along the easterly lines of the beforementioned 0.960 acre – TMPA Tr. 321, same being the westerly lines of the Lavender – called 134.25 acre tract described in the deed recorded in Volume 1460, Page 245, of the Real Property Records of Grimes County, Texas, adjacent to a fence, as follows:

S 02° 05' 27" W	at a distance of 19 feet, cross County Road No. 165, continue on, for a total distance of 606.77 feet to a concrete monument found (Muery) at an 8" creosote post fence corner marking an interior ell corner of the 0.960 acre tract,
S 88° 14' 20" E	along a north line of the 0.960 acre tract, adjacent to a fence, for a distance of 20.05 feet to a concrete monument found (Muery) at a 10" creosote post fence corner,
S 02° 05' 06" W	for a distance of 1610.19 feet to a concrete monument found (Muery) at a 6" creosote post fence corner marking the southeast corner of the 0.960 acre tract, same being the southwest corner of the 134.25 acre tract, same being the northeast corner of the beforementioned 13.035 acre – TMPA Tr. 254-L, same being the northwest corner of the Lyndell Nolan Beene, Jr., - called 132.55 acre – Tr. 3 described in the deed recorded in Volume 1364, Page 138, of the Real Property Records of Grimes County, Texas;

THENCE S 02° 05' 26" W along the east line of the beforementioned 13.035 acre – TMPA Tr. 254-L, same being the west line of the beforementioned Beene – 132.55 acre tract, adjacent to a fence, for a distance of 3910.02 feet to a ½" iron rod found at a 7" creosote post fence corner marking the southwest corner of the 132.55 acre tract and being the northwest corner of the called 251.98 acre tract – TMPA Tr. No. 254-1 described in the deed to TMPA as recorded in Volume 635, Page 824, of the Real Property Records of Grimes County, Texas;

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THENCE S 87° 21' 46" W across the beforementioned 13.035 acre tract TMPA Tr. 254-L and being along a north line of the TMPA – 6166.56 acre - TMPA Power Plant and Gibbons Creek Reservoir tract, at a distance of 63 feet, cross the centerline of the TMPA Railroad spur tracks, continue on, for a total distance of 65.12 feet to a ½" iron rod set in the west line of TMPA Tr. 254-L, same being in the east line of County Road No. 164 – Vol. 132, Pg. 166, of the Real Property Records of Grimes County, Texas, Texas;

THENCE N 01° 56' 45" E along the west line of the beforementioned TMPA Tr. 254-L, same being the east line of County Road No. 164 (132/166), and being an average of 4' west of the centerline of the TMPA Railroad spur tracks, for a distance of 3907.75 feet to a ½" iron rod set at the northwest corner of TMPA Tr. 254-L (13.035 acres), same being the southwest corner of the beforementioned TMPA Tr. 324-A, from which the centerline intersection of County Road No. 164 and County Road No. 166 bears S 57° 24' 16" W – 42 feet, from which the previously mentioned concrete monument found (Muery) at the northwest corner of the Beene – 132.55 acre – Tr. 3 bears N 86° 14' 54" E – 75.16 feet;

THENCE N 02° 03' 15" E along the west line of the beforementioned TMPA Tr. 324-A (9.499 acres), same being the east line of County Road No. 164, (100' wide abandoned railroad strip – see abovementioned Vol. 132, Pg. 366), and being an average of 5 feet west of the centerline of the TMPA railroad spur tracks, at a distance of 2197 feet, cross the center of County Road No. 165, at a distance of 9918 feet, cross the south line of the Millhanks Survey, continue on, at a distance of 12,312 feet, said railroad tracks begin to veer to the northeast, continue on, for a total distance of 14,122.59 feet to a ½" iron rod set at the northwest corner of the 9.499 acre – TMPA Tr. 324-A in the south line of County Road No. 157, from which the centerline intersection of County Road No. 164 and 157 bears N 63° 18' W – 54.3 feet;

THENCE S 77° 31' 46" E along the north line of the 4.785 acre – TMPA Tr. 324, the beforementioned 1.498 acre – TMPA Tr. 312-C (Tr. 4 – 352/500), same being generally along the south line of County Road No. 157, at a distance of 49.48 feet, pass the common corner of the TMPA Tr. 324-A and TMPA Tr. 312-C, continue on, for a total distance of 73.37 feet to a ½" iron rod set at the westerly northeast corner of the 1.498 acre tract, same being the northwest corner of the beforementioned 0.086 acre – Tr. 2, (352/500 – TMPA Tr. 312-E), and being the southwest corner of the beforementioned 0.086 acre – TMPA Tr. 311-F, from which the centerline intersection of County Road No. 157 and the railroad tracks (TMPA spur) bears S 75° 41' 43" E – 200.3 feet;

THENCE N 14° 47' 31" E along the west line of the beforementioned 0.086 acre – Tr. 4 (355/809 – TMPA Tr. 311-F), at a distance of 6.7 feet, cross the centerline travelway of County Road No. 157, continue on, for a total distance of 20.45 feet to a ½" iron rod set at the northwest corner of TMPA Tr. 311-F in the north line of County Road No. 157, and in the south line of the Johnson – called 13.5 acre tract, described in the deed recorded in Volume 1444, Page 552, of the Real Property Records of Grimes County, Texas, (see 2nd Tract described in the deed recorded in Volume 351, Page 406, of the Real Property Records of Grimes County, Texas);

THENCE S 81° 19' 09" E along the north line of the beforementioned TMPA Tr. 311-F, same being the south line of the beforementioned 13.5 acre tract, partially adjacent to a fence, for a distance of 150.67 feet to a concrete monument found (Muery) at a 6" creosote post fence corner marking the northeast corner of TMPA Tr. 311-F and being in the west line of the beforementioned 6.096 acre – TMPA Tr. 311;

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THENCE N 14° 24' 47" E along the west line of the beforementioned 6.096 acre – TMPA Tr. 311, and through the beforementioned Scott – called 109.75 acre tract (351/409), adjacent to a fence, for a distance of 2608.05 feet to the southeast corner of the beforementioned 0.086 acre – Tr. 3 (355/809 – TMPA Tr. 311-D), from which a concrete monument found (Muery) at an 8" creosote post fence corner bears S 69° 07' 12" E – 0.34 feet;

THENCE N 69° 07' 12" W along the south line of the beforementioned 0.086 acre – TMPA Tr. 311D, partially adjacent to a fence, on the south line of County Road No. 162, for a distance of 149.90 feet to a concrete monument found (Muery) – broken, at the southwest corner of TMPA Tr. 311-D;

THENCE N 14° 42' 29" E along the west line of the beforementioned TMPA Tr. 311-D, and the west line of the beforementioned TMPA Tr. 310-G, (0.086 acre – Tr. 3 – 363/398), at a distance of 21 feet, cross the centerline travelway of County Road No. 162, continue on, for a total distance of 40.06 feet to a ½" iron rod set at the northwest corner of TMPA Tr. 310-G, in the south line of the beforementioned Dudley Ranch – called 302.23 acre (net) tract;

THENCE S 77° 01' 09" E along the north line of the beforementioned TMPA Tr. 310-G, same being the south line of the beforementioned 302.23 acre tract and along the north line of County Road No. 162, partially adjacent to a fence, for a distance of 148.78 feet to the northeast corner of TMPA Tr. 310-G, in the west line of the beforementioned TMPA Tr. 310, from which a concrete monument found (Muery) at an 8" creosote post fence corner bears S 77° 01' 09" E – 0.68 feet;

THENCE N 14° 24' 47" E along the west line of the beforementioned TMPA Tr. 310 (6.939 acres), and the beforementioned TMPA Tr. 308 (14.649 acres), along an east lines of the beforementioned Dudley Ranch – 302.23 acre tract and the beforementioned Mosier – called 218.812 acre (et) tract, adjacent to a fence, at a distance of 2993.69 feet, pass a concrete monument found (Muery) at the common corner of the 302.23 acre and 218.812 acre tracts, continue on, for a total distance of 5361.04 feet to a ½" iron rod set at an 8" creosote post fence corner at an interior ell corner of the 14.649 acre – TMPA Tr. 308/309, and a northeast corner of the 218.812 acre tract;

THENCE N 73° 34' 38" W along a south line of the beforementioned 14.649 acre – TMPA Tr. 308/309, same being the westerly north of the beforementioned Mosier – 218.812 acre (net) tract, adjacent to a fence, for a distance of 14.95 feet to a concrete monument found (Muery) at a 6" creosote post fence corner marking a southwest corner of the 14.649 acre tract, same being the southeast corner of the Garner – called 168.18 acre tract described in the deed recorded in Volume 1245, Page 153, of the Real Property Records of Grimes County, Texas;

THENCE N 14° 24' 24" E continuing along the west line of the beforementioned 14.469 acre – TMPA Tr. 308 (987/642), and the west line of the beforementioned TMPA Tr. 307 (4.042 acres), same being the east line of the beforementioned Garner – called 168.18 acre tract and the Rogers – called 66.450 acre tract described in the abovementioned Volume 1604, Page 682, adjacent to a fence, at a distance of 2563.62 feet, pass a concrete monument found (Muery) in the common line between the Marshall and Peterson Surveys, continue on, at a distance of 3635.65 feet, pass the northwest corner of the 14.649 acre tract, same being the southwest line of the beforementioned TMPA Tr. 307, same being the northeast corner of the 168.18 acre tract and being the southeast corner of the of the 66.45 acre tract, from which a 6" creosote post fence corner bears N 63° 39' 17" E – 0.74 feet, and a concrete monument found (Muery) bears N 42° 36' 12" W – 0.88 feet, continue on, for a total distance of 3885.11 feet to the beginning of a curve, concave to the east, having a radius of 5794.44 feet, from which a concrete monument found (Muery) bears N 14° 24' 24" E – 0.55 feet;

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THENCE northerly, continuing along the west line of the beforementioned TMPA Tr. 307, same being the east line of the 66.45 acre tract, adjacent to a fence, and along said curve, for an arc length of 525.84 feet to a concrete monument found (Muery) at the end of this curve, the chord bears N 17° 00' 23" E - 525.66 feet;

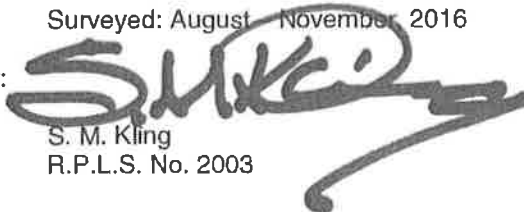
THENCE N 19° 36' 22" E along the west line of the following tracts: the beforementioned TMPA Tr. 307, the beforementioned TMPA Tr. 306, the beforementioned TMPA Tr. 305, the beforementioned TMPA Tr. 304, the beforementioned TMPA Tr. 303, the beforementioned TMPA Tr. 302, the beforementioned TMPA Tr. 301 and the beforementioned TMPA Tr. 300, same being the west lines of the following tracts: the beforementioned Rogers – 66.450 acre tract, the beforementioned Boyle – 59.956 acre tract, the Guerrero – 33.81 acre – Tr. 6 described in the deed recorded in Volume 899, Page 44, of the Real Property Records of Grimes County, Texas, the beforementioned Martin 39.887 acre tract, the Bravenec – 6.24 acre – Tr. 303-2, described in the deed recorded in Volume 503, Page 319, of the Real Property Records of Grimes County, Texas, the beforementioned Snook – 17.31 acre (net) tract and the beforementioned Snook – 10.83 acre tract, adjacent to a fence, at a distance of 291.85 feet, a concrete monument found (Muery) bears east – 0.24 feet, at a distance of 1355.24 feet, pass a concrete monument found (Muery) in the common line between the Peterson and Gray Surveys, at a distance of 3412.43 feet, pass a concrete monument found (Muery) marking the common corner of TMPA Tracts 303 and 302, continue on, for a total distance of 4244.79 feet to a concrete monument found (Muery) at the beginning of a curve, concave to the west, having a radius of 651.20 feet;

THENCE continuing along the west line of TMPA Tr. 300, same being the east line of the beforementioned 10.83 acre tract, as follows:

Northerly along said curve, for an arc length of 370.15 feet to a ½" iron rod set at the end of this curve, the chord bears N 03° 19' 20" E - 365.19 feet,
N 12° 57' 41" W for a distance of 69.07 feet to the **PLACE OF BEGINNING**, containing 76.56 acres of land, more or less.



By:

Surveyed: August – November, 2016

S. M. Kling
R.P.L.S. No. 2003

Prepared 11/21/16
Revised 05/04/17 – reduced to 76.56ac (delete Tr. 254-M)
Cec2017-TMPA North Spur – 76.56ac – 449805
BCS Proj_2017-E0449805 - field notes file

EXHIBIT 13 TO SCHEDULE 1.01(e)

GAS METERING STATIONS AND PIPELINE

Easements recorded in the Official Public Records of Grimes County, Texas

Type/Title: Gas Metering Station Easement/"Correction Metering Station Easement"

Grantor: Russell S. Butaud, Jr. and wife, Sylvia S. Butaud, John Michael Butaud and wife, Jo Ann Butaud (Note: active metering station)

Date: 12-28-1990

Recording Information: V. 668, P. 141 (Grimes)

Type/Title: Gas Pipeline Easement/"Addendum to Easement"

Grantor: Russell S. Butaud, Jr. and wife, Sylvia S. Butaud, John Michael Butaud and wife, Jo Ann Butaud

Date: 10-24-1990

Recording Information: V. 664, P. 30 (Grimes)

Note: this amends the electric transmission line easement (V. 474, P. 578) to permit a gas pipeline.

Type/Title: "Grant of Natural Gas Pipeline and Metering Station Easements"

Grantor: Phillip Myron Miller

Date: 9-12-1990

Recording Information: V. 661, P. 607 (Grimes) (Note: inactive metering station)

Type/Title: Gas Pipeline Easement/"Addendum to Easement"

Grantor: Kenneth Eugene Gilbert and Ollie B. Peteete

Date: 8-21-1990

Recording Information: V. 660, P. 523

Note: this amends electric transmission line easements to allow a gas pipeline in the easement area, see electric line easements in V. 391, P. 680, and V. 391, P. 267

Type/Title: Gas "Pipeline Easement"

Grantor: John L. Poteete and Johnny Bruce Poteete

Date: 8-22-1990

Recording Information: V. 660, P. 673

Type/Title: Gas "Pipeline Easement"

Grantor: Eugene J. Reeves and wife, Naldia P. Reeves
Date: 9-28-1990
Recording Information: V. 662, P. 783

Type/Title: Gas "Pipeline Easement"
Grantor: Mabel D. Stubbs
Date: 10-4-1990
Recording Information: V. 663, P. 66

Type/Title: Pipeline Easement
Grantor: Jake Cole Howard
Date: 8-24-1990
Recording Information: V. 660, P. 810

Type/Title: "Addendum to Easement"
Grantor: Jake Cole Howard et al
Date: 8-24-1990
Recording Information: V. 660, P. 806
Note: Amends electric transmission line easement in V. 408, P. 722 to allow gas pipeline in right of way.

Type/Title: "Addendum to Easement"
Grantor: Estate of Ray T. Trant Heirs
Date: 7-27-1990
Recording Information: V. 659, P. 794
Note: Amends electric line easement in V. 397, P. 365 to permit gas pipeline.

Type/Title: "Addendum to Easement"
Grantor: Ida Eddie Hicks, et al
Date: 8-7-1990
Recording Information: V. 660, P. 677
Note: Amends electric line easement in V. 435, P. 721 to permit gas pipeline in easement.

EXHIBIT 14 TO SCHEDULE 1.01(e)

Flood easements recorded in the Official Public Records of Grimes County, Texas:

Vol. 403, Page 259

Vol. 406, Page 908

Vol. 406, Page 924

Vol. 408, Page 708

Vol. 408, Page 714

Vol. 409, Page 331

Vol. 409, Page 963

Vol. 412, Page 47

SCHEDULE 2.07
ASSUMED LIABILITIES

To include (i) all Environmental Liabilities, environmental site conditions on and remediation obligation of the Real Estate; (ii) liabilities relating to the retirement of the Purchased Assets, (iii) and other liabilities relating to the Purchased Assets arising on or after the Closing Date.

SCHEDULE 3.02

SELLER INTERNAL APPROVALS

1. Approval of Sale by Seller. The sale of the Purchased Assets will require the approval of the Seller's Board of Directors.
2. Approval of Sale by Seller's Member Cities. The Sale of the Purchased Assets will require the approval of the Member Cities of Seller, the cities of Bryan, Denton, Garland, and Greenville, Texas, pursuant to Section 163.080(c) of the Texas Utilities Code.

SCHEDULE 3.03(b)
SELLER APPROVALS

1. The sale of the Purchased Assets will require the approval of the Seller's Board of Directors and the Member Cities, pursuant to Section 163.080(c) of the Texas Utilities Code.
2. To complete the assignment of some permits will require the Seller to execute transfer forms promulgated by and to be filed with regulatory authorities such as the TECQ.
3. Assigned Facility Agreements, if any, may require the consent of the counterparties to such agreements.
4. The Parties shall make the filings required by Section 2252.908, Texas Government Code, and Chapter 46 of the Ethics Commission's Rules. The Purchaser's filing must be made prior to signing the Agreement.

SCHEDULE 3.04
LITIGATION

There is no litigation pending or threatened within the scope of Section 3.04.

SCHEDULE 3.05(a)
COMPLIANCE WITH LAWS

The Real Property and other Purchased Assets materially comply with applicable Laws, except as follows:

None.

SCHEDULE 3.05(b)
PERMITS

Plant Air Permits (Texas Commission on Environmental Quality/U.S. Environmental Protection Agency)

1. The Federal Operating Permit (FOP), also known as Title V Permit (Permit No. O-00083).
2. Permit for the Lignite Handling System (Permit No. 5698).
3. Permit for the Lignite Fired Boiler (Permit No. 5699).
4. Permits by Rule (formerly called Standard Exemptions):
 - a. Permit exemption X-776 for Fuel Oil Storage Tank No. 2.
 - b. Standard exemption No. 118 for two gas line odorant tanks.
 - c. Standard exemption No. 106 for cover and vent system for reaction tanks associated with the wet limestone flue gas desulfurization unit.
 - d. Standard exemption Nos. 75 and 102 for sand blasting and painting in the converted oil storage tank.
 - e. Standard exemption Nos. 5 and 9 for stationary standby emergency engines and portable standby service engines, and "ELKOTA" steam cleaner, gasoline fired, diesel burned.
 - f. Standard exemption No. 70 for repairs and maintenance activities on abrasive cleaning and surface coating area.
 - g. Standard exemption Nos. 3, 4, 20, 31, 32, 34, 39, 40, 49, 59, 103, and 104, for comfort heating and cooling, cafeteria, laboratory, and repairs and maintenance.
 - h. Standard exemption Nos. 14 and 60 for motor fuel storage, dispensing station, and sewage treatment plant.
 - i. Permit by Rule No. 89432 (Scrubber Project).

Plant Water/Waste Permits (Texas Commission on Environmental Quality/U.S. Environmental Protection Agency)

1. Permit No. 3489 (Certificate 12-5311) to appropriate state water for Gibbons Creek dam and reservoir.
2. Permit No. 1015 for water contract with Brazos River Authority.
3. Permit No. 3791 (Certificate No. 12-5307A) to scalp water from Navasota River.

4. Authorization No. 2E-0000027 for industrial reclaimed water use.
5. TPDES (Texas Pollution Discharge Elimination System) Permit No. 02120 for wastewater discharge.
6. Solid Waste Notice of Registration No. 32271.
7. Boiler Certificate of Operation (Texas Boiler Number TX 116385), Texas Department of Licensing and Registration.

Pipelines

1. Railroad Commission Operator No. 846661.
2. U.S. Department of Transportation Operator ID: 19301.

Elevators

1. Passenger Elevator License No. 28485.
2. Freight Elevator License No. 28486.

Radioactive Materials

1. Radioactive Material's License.
2. Texas State Department of Health Services (L-02913).

SCHEDULE 3.07(a)
INSURANCE POLICIES

The policy descriptions are attached to this Schedule.



McGriff, Seibels & Williams, Inc.
5080 Spectrum Drive, Suite 900E
Addison, TX 75001
Phone: 469-232-2100 Fax: 469-232-2101

SUMMARY OF INSURANCE



Texas Municipal Power Agency
P.O. Box 7000
Bryan, TX 77805-7000

Policy #	Company	Description/Coverage	Limits of Liability	Policy Term	Annual Premium
BDD1848584	Massachusetts Bay Insurance Company	Commercial Crime	<p>Policy Limits:</p> <ul style="list-style-type: none"> \$5,000,000 Employee Theft \$5,000,000 Forgery or Alteration \$5,000,000 Inside the Premises Theft of Money/Securities \$5,000,000 Inside the Premises - Robbery or Safe Burglary of Other Property \$5,000,000 Outside the Premises \$5,000,000 Computer Fraud \$5,000,000 Money Orders & Counterfeit Money \$5,000,000 Funds Transfer Fraud <p>Deductibles:</p> <ul style="list-style-type: none"> \$50,000 Employee Theft \$50,000 Forgery or Alteration \$50,000 Inside the Premises Theft of Money/Securities \$50,000 Inside the Premises - Robbery or Safe Burglary of Other Property \$50,000 Outside the Premises \$50,000 Computer Fraud \$50,000 Money Orders & Counterfeit Money \$50,000 Funds Transfer Fraud 	1/24/2018 to 1/24/2021	\$12,421.00 Annual Premium Installment
			<p>Terms & Conditions:</p> <ul style="list-style-type: none"> Commercial Crime Policy Credit, Debit/CC Forgery - \$5,000,000 Limit, \$50,000 Deductible Clients Property - \$5,000,000 Limit, \$50,000 Deductible Include Designated Person Required to Have Knowledge of Loss - Discovery Form Include Expenses Incurred to Establish Amount of Covered Loss - \$50,000 Limit Include Joint Venture or Partnership as Insureds - All Include Personal Accounts of Specified Person - \$25,000 Executive Management Loss Reporting Threshold - 50% Deductible Crime Advantage Endorsement ERISA Rider Endorsement - \$5,000,000 Limit Prior Theft Endorsement - \$25,000 Computer Fraud Insuring Agreement False Pretense Endt - \$100,000 Limit, \$10,000 Ded 		
XL5036209P	AEGIS	Excess Liability	<p>Limits of Insurance:</p> <ul style="list-style-type: none"> \$35,000,000 Limit of Liability Each Occurrence \$70,000,000 General Aggregate \$35,000,000 Combined Products & Completed Ops Aggregate* \$35,000,000 Failure to Supply Liability Aggregate* \$35,000,000 Pollution Liability Aggregate \$35,000,000 Med Mal Injury Each Occurrence* \$35,000,000 Employment Practices Liability \$1,000,000 SIR Each Claimant \$1,000,000 SIR Each Occurrence \$35,000,000 Wild Fire Liability Aggregate* \$1,000,000 Underlying Limits <p>*Subject to the \$70,000,000 General Aggregate of the Policy</p>	10/1/2019 to 10/1/2020	\$312,131.00 Premium \$15,606.55 SLT and Fees \$327,737.55
			<p>Terms & Conditions:</p> <ul style="list-style-type: none"> Claims Made Policy Underlying Limits Schedule Employment Practices Liability Endorsement Community Service Activity Endorsement Standards Board Activity Endorsement Care, Custody and Control Endorsement Amended Notice of Cancellation Endorsement Member with Voting Rights Endorsement Terrorism Exclusion Endorsement 		



McGriff, Seibels & Williams, Inc.
5080 Spectrum Drive, Suite 900E
Addison, TX 75001
Phone: 469-232-2100 Fax: 469-232-2101

SUMMARY OF INSURANCE



Texas Municipal Power Agency
P. O. Box 7000
Bryan, TX 77805-7000

Policy #	Company	Description/Coverage	Limits of Liability	Policy Term	Annual Premium
018424989	National Union Fire Ins. Co. of PA	D&O/Fiduciary	<p>Limits of Liability: \$10,000,000 Policy Aggregate Limit of Liability - For All Combined \$50,000 Crisis Management Fund for D&O \$50,000 Voluntary Compliance Loss Sublimit - Fiduciary \$250,000 HIPAA Penalties Sublimit - Fiduciary</p> <p>Coverage Section D&O: \$5,000,000 Separate Limit of Liability Inapplicable Shared Limit of Liability SO Retention/Deductible - Crisis Management Events \$100,000 Retention/Deductible All Other Claims 6/8/2006 Continuity Date</p> <p>Coverage Section Fiduciary: \$5,000,000 Separate Limit of Liability Inapplicable Shared Limit of Liability \$250,000 Retention/Deductible - All Claims 10/1/1986 Continuity Date</p> <p>*With Respect to the D&O and Fiduciary Coverage Section, No Retention Amount is Applicable to Non-Indemnifiable Loss *No Retention is applicable to Voluntary Compliance Loss & HIPAA Penalties</p> <p>Terms & Conditions: General Terms and Conditions Directors & Officers and Not-For Profit Org Liability Fiduciary Liability Coverage Section Policyholder Notice Regarding E-Discovery Consultant Services Appendix A - Not for Profit Panel Counsel Addendum Appendix B - Crisis Mgmt Coverage for D&O Section Appendix D - Employee Benefit Plan Fiduciary Liability Panel Counsel List Notice of Claim - Reporting by Email Texas Amendatory Endorsement Texas Amendatory Endorsement Cancellation and Nonrenewal Organization Patent Exclusion - D&O Coverage Section Commissions Exclusion - All Coverage Sections Excl. F & G Amend Endt - General Terms & Con.-Amend Not for Profit Risk Protector Amend Endt - No BI/PD Excl Amend - D&O & FI Sections Nuclear Energy Liability Exclusion - All Sections Panel Counsel Firm List Amended Patent Copyright Exclusion - D&O Section Side A Excess Limit of Liability Endorsement - Excess Limit Applicable to Non-Indemnifiable Loss under the D&O Coverage Section - \$500,000</p>	10/1/2019 to 10/1/2020	\$124,580.00 Premium
	Lloyds London	Property and Boiler & Machinery	<p>Limits of Liability: \$250,000,000 Any One Occurrence</p> <p>Sublimits: \$100,000,000 Earth Movement Annual Aggregate \$100,000,000 Flood Annual Aggregate \$10,000,000 Extra Expense - Excluding Replacement Power \$26,000,000 Dam at Gibbons Creek, TX \$10,000,000 Expediting Expenses - PD Only \$10,000,000 Property in ICC \$5,000,000 Newly Acquired - 90 Days \$5,000,000 Demolition/ICC/Building Laws \$5,000,000 Unintentional Errors & Omissions \$5,000,000 Misc. Unscheduled Locations \$5,000,000 Inland Transit \$5,000,000 or 25% of the loss, whichever is greater, Debris Removal & Cost of Clean-Up \$5,000,000 Off-Site Storage \$5,000,000 Improvements and betterments</p>	5/1/2019 to 5/1/2020	\$946,395.13 Annual Premium \$47,319.73 SLT Taxes & Fee \$1,696.63 Federal Excise Tax \$995,411.49 Total Annual Premium
42.5% of \$250M					
B1230GP04777A19					
20% of \$50M, xs \$250M					
B1230GP04777H19					
B1230GP04777G19					
B1230GP04777F19					
B1230GP04777I19					
7.5% of \$250M					
B1230GP04777E19					
30% of \$22.5M of \$75M					
B1230GP04777B19					
B1230GP04777C19					
B1230GP04777D19					
30% of \$52.5 part of \$175M xs \$75M					
B1230GP04777J19					



McGriff, Seibels & Williams, Inc.
 5080 Spectrum Drive, Suite 900E
 Addison, TX 75001
 Phone: 469-232-2100 Fax: 469-232-2101

SUMMARY OF INSURANCE



Texas Municipal Power Agency
 P.O. Box 7000
 Bryan, TX 77805-7000

Policy #	Company	Description/Coverage	Limits of Liability	Policy Term	Annual Premium
B1230AW07532A19	Lloyd's London	Terrorism Coverage	<p>Limits of Liability: \$2,000,000 Valuable Papers & Records \$2,000,000 Protection & Preservation of Property \$2,000,000 Mobile Equipment \$2,000,000 Electronic Data Endorsement A \$500,000 Fire & Policy Department Service Charge \$500,000 Hazardous Substances or Contaminants 2 Weeks In Respect of Interruption by Civil Authority</p> <p>Deductible: \$750,000 Property Damage 2% of Value at Risk, subject to a Maximum of \$5,000,000 Earth Movement \$100,000 Transit \$100,000 Mobile Substations/Mobile Equipment TMAPA Head Office & Misc. 45 Days Waiting Period - Extra Expense</p> <p>Terms & Conditions: Seepage and/or Pollution and/or Contamination Excl. Debris Removal and Cost of Clean Up Extension Waiting Period Definition Cancellation Clause – 90 Days Sanction Limitation and Exclusion Clause Application of Sublimits Endorsement War and Civil War Exclusion Biological or Chemical Materials Exclusion Microorganism Exclusion – Absolute Asbestos Endorsement Permission for Excess Insurance Windstorm Definition Electronic Data Endorsement A Loss Payee Clause - City of Garland ATIMA Extra Expense Clause Terrorism Exclusion Electrical transmission and distribution lines, lines transformer, tower & poles, cables, pips & pipelines, & equipment or apparatus connected therewith whilre situated on or not beyond 1,000 feet of the Generating Premises Described in the Declarations. Assigned Adjuster Idle Plant Endorsement Texas Complain't Notice Texas Surplus Lines Notice</p>	5/1/2019 to 5/1/2020	\$30,000.00 Annual Premium \$1,455.00 SL Taxes \$45.00 Stamping Fee \$31,500.00 Total Annual Premium
			<p>Excess of: \$50,000 Any One Occurrence Property Damage</p> <p>Sublimits: \$26,000,000 Dam at Gibbons Creek \$10,000,000 Expediting Expenses - Physical Damage Only \$10,000,000 Incidental Course of Construction \$10,000,000 Extra Expense \$5,000,000 Demolition/ICC/Building Laws \$5,000,000 Newly Acquired Locations - 90 Days \$5,000,000 Unintentional Errors and Omissions \$5,000,000 Miscellaneous Unnamed Locations \$5,000,000 Inland Transit \$5,000,000 Offsite Storage \$5,000,000 or 25% of the Loss, whichever the Greater in Respect of Debris Removal \$5,000,000 Improvements and Betterments \$2,000,000 Valuable Papers & Records</p>		



McGriff, Seibels & Williams, Inc.
 5080 Spectrum Drive, Suite 900E
 Addison, TX 75001
 Phone: 469-232-2100 Fax: 469-232-2101

SUMMARY OF INSURANCE



Texas Municipal Power Agency
 P.O. Box 7000
 Bryan, TX 77805-7000

Policy #	Company	Description/Coverage	Limits of Liability	Policy Term	Annual Premium
			\$2,000,000 Protection and Preservation of Property \$2,000,000 Mobile Equipment \$500,000 Hazardous Substances or Contaminants \$500,000 Fire & Policy Department Services 2 Weeks Interruption by Civil Authority		
		Terms & Conditions: Subject to the terms & conditions of the expiring Terrorism including Sabotage Policy No. B1230AW07532A19 This policy to link with the terms & conditions of the Insured's All Risk Policy #B1230GP04777A19 In the event of any conflict between the terms, conditions & limitations of this policy & the Insured's All Risk Policy #B1230GP04777A19 the terms, conditions & limitations of this policy shall prevail. Electronica Data Endorsement A Named Loss Adjuster Texas Complaint's Notice Texas Surplus Lines Notice Several Liability Notice Service of Suit Clause			

SCHEDULE 3.07(b)
INSURANCE CLAIMS

None.

SCHEDULE 4.03(c)
PURCHASER'S APPROVAL

1. Charah Solutions, Inc. Board of Directors Approval.
2. [Charah Solutions, Inc. Lender Group Approval.]

SCHEDULE 5.02(a)
CONDUCT OF BUSINESS PENDING THE CLOSING

Seller has the right to install, operate, maintain and remove leachate treatment systems for the Site A Landfill, including all supporting equipment, machinery, or utilities exclusively servicing such leachate treatment systems.

Allocation of Remediation Costs to Bond Amount

Updated: 11-27-20

Schedule 9.06(a) - Attachment to APA

Category	Cost Estimate	Prorated Percent	11-30-20 Financial Security Proration
ENVIRONMENTAL REMEDIATION:			
Ash Pond Closure	\$ 10,000,000	18%	\$ 6,570,000
Scrubber Sludge Pond Closure	\$ 4,000,000	8%	\$ 2,920,000
Site A Landfill Closure	\$ 20,000,000	37%	\$ 13,505,000
Site F Landfill Closure	\$ 13,600,000	25%	\$ 9,125,000
Plant Shutdown & Decommissioning	\$ 6,500,000	12%	\$ 4,380,000
	<u>\$ 54,100,000</u>	<u>100%</u>	<u>\$ 36,500,000</u>