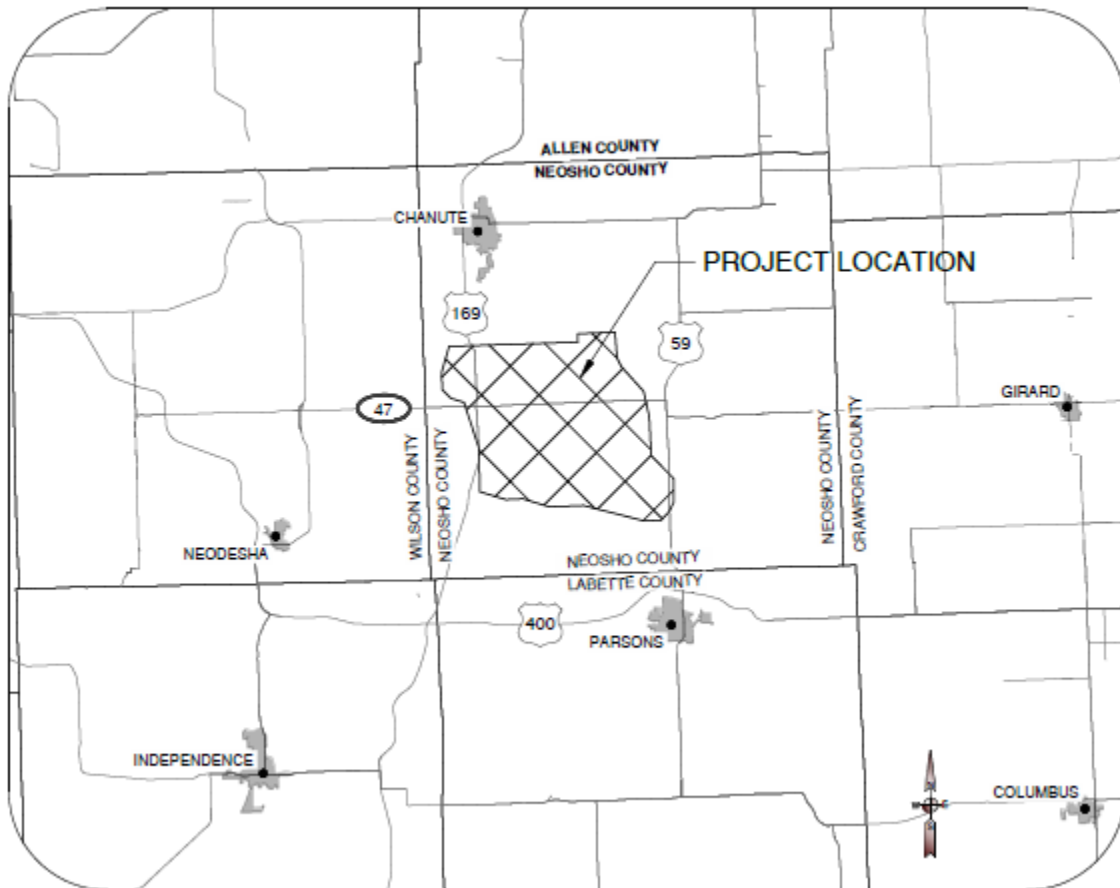


Neosho Ridge Wind Project

Neosho County, Kansas



Project Progress Report No. 6

January 2020

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**** Indicates Confidential ****



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1.0 Summary

From a development perspective, aside from construction related permits, all material permits for the Project are in place. Engineering continued to progress during the report period with many disciplines moving to late stage design or Issued for Construction (IFC).

Construction continues on-site and has progressed with the following activities to date:

- Public road improvements and placing of additional stone in specific areas is nearly complete.
- Public road maintenance and repairs continued.
- Turbine access road construction was completed across the site however installation of access road radii continues and is over half complete.
- Foundation excavation, construction, and backfilling continued.
- Boring work as it relates to the collection system continued on site and trenching work has also been initiated.
- Substation construction has been initiated.

2.0 Safety

There were 2 safety incidents to report for this period both of which involved vehicle damage as follows: 1) A power screener frame was damaged after becoming stuck in mud which in turn caused a hydraulic line to detach from the screen resulting in a hydraulic spill. The proper procedures for spill containment and disposal were followed and a KDHE spill report was filed, and 2) The frame of an excavator was damaged when the operator brought the bucket towards the cab making contact. See below for a list of safety statistics.

	Lost Time	Recordable	First Aid	Property Damage	Near Miss	Vehicle Incidents	Totals
This Period	0	0	0	0	0	2	2
Cumulative	0	1	0	2	0	7	10

3.0 Commercial Activities

3.1 Purchase and Sale Agreement

The Purchase and Sale Agreement (PSA) between The Empire District Electric Company and Neosho Ridge Wind JV, LLC was executed on November 16, 2018 and includes ten amendments. The parties to the agreement are actively working to restate and amend the agreement to consolidate the amendments and the execution of such is expected to be during the next reporting period.

Contractual milestones achieved during the report period are as follows:

- *Seller:*
 - Nothing to report
- *Purchaser:*
 - Nothing to report

Contractual milestones to be achieved in the next report period as follows:

- *Seller:*
 - Nothing to report
- *Purchaser:*
 - Execute O&M Agreement

The project is on track to achieve commercial operations on or before December 31, 2020, thereby receiving the full value of Production Tax Credits available to the project.

4.0 Development Activities

Development activities for the period were focused primarily on the project site plan and permitting at the Federal, State, and Neosho County level.

IEA, the EPC contractor, has identified locations within the proposed construction areas where existing underground infrastructure from local utilities exist and are working with the utilities to relocate the infrastructure or slightly modify the site plan to avoid the infrastructure. This work is on-going and is expected to be complete in February.

The IGIA was fully executed by and between Southwest Power Pool, Inc., Evergy Kansas Central, Inc., and Neosho Ridge Wind, LLC on December 30th and the SUA was fully executed by and between Neosho Ridge Wind, LLC and Southwest Power Pool, Inc. on December 31st.

IEA continues to work towards obtaining all permits necessary to facilitate construction. The County has approved the floodplain permits associated with transmission line structures installation and the floodplain permit associated with the bT3a access road has been submitted to the County and is under review. The stream obstruction permit associated with bT3a has been submitted to KSDA-DWR and is currently under review. Approval for two railroad crossings as it relates to the collection system is being pursued with South Kansas and Oklahoma railroad; the engineering work has been completed and contractual discussions are progressing. Crane crossing approvals are also being pursued with the County. All other construction related permits are on track with no issues.

Regarding the landowner litigation, the Court has required that mediation be completed by February 2020. Mediation is scheduled for February 24, 2020.

5.0 Construction Activities

Construction activities during the report period largely consisted of engineering and site work.

Engineering for the various disciplines is as follows: 1) Geotechnical – 100%, 2) Structural (turbine foundations) – IFC, 3) Civil – IFC (REV2), 4) Electrical (Collection System) – IFC, 5) Substation – 90%, and 6) Transmission Line – IFC.

IEA continue construction on-site. The following provides an update on construction activities during this report period as well as the progress status of major activities:

- Public road improvements and placing of additional stone in specific areas is nearly complete.
- Public road maintenance and repairs continued.
- Turbine access road construction was completed across the site however installation of access road radii continues and is over half complete.
- Foundation excavation, construction, and backfilling continued.
- Boring work as it relates to the collection system continued on site and trenching work has also been initiated.
- Substation construction has been initiated.
- Turbine Access Roads
 - Stripping: 195,360' of 195,360' = 100%
 - Cement Stabilized: 195,360' of 195,360' = 100%
 - Stoned: 195,360' of 195,360' = 100%
- Turbine Foundations
 - Sites Stripped: 139 of 139 = 100%
 - Excavated: 94 of 139 = 67.6%
 - Mud Mats: 93 of 139 = 66.9%
 - Rebar Installation 85 of 139 = 61.9%
 - Poured: 74 of 139 = 53.2%
 - Backfilled: 22 of 139 = 15.8%
 - Crane Pads Installed 0 of 139 = 0%
 - Spreading Topsoil 0 of 139 = 0%
- Substation
 - Foundation: 5%

Everygy has also initiated construction work on the Interconnection Facilities at the Point of Interconnection for the Project. The substation area has been stripped and material has been placed to allow for a stable working base. Foundation excavation, installation and backfilling is expected to be initiated during the next reporting period.

6.0 Project Cost Report

Project expenditures to date are ** _____ **, plus ** _____ ** of recorded commitments, plus ** _____ ** of construction loan disbursements of the total budgeted expenditure of ** _____ **. Empire has recorded commitments under US GAAP on the basis of milestones achieved by the Neosho JV payable at closing as specified in the Purchase and Sale Agreement. See the next page for a report detailing expenses by budget category. ** _____ **

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7.0 Progress Photos



Rolling base of foundation



Poured Foundation