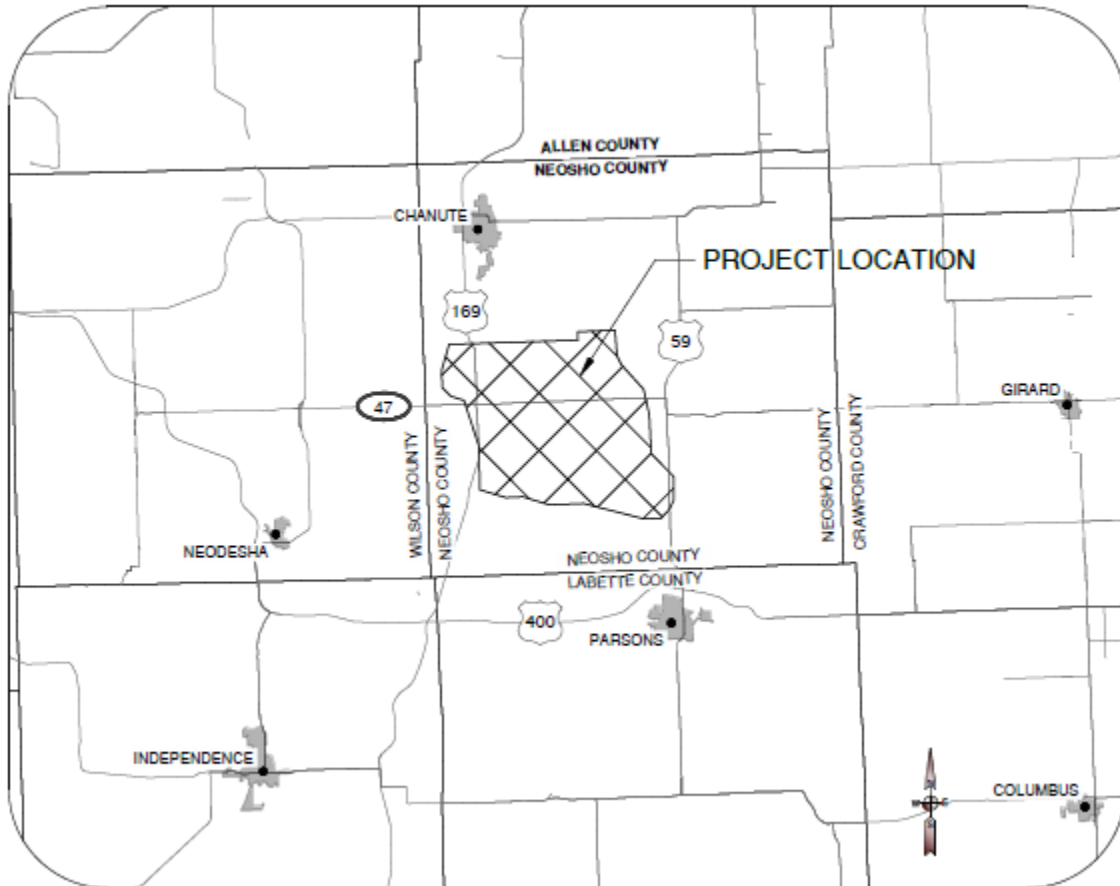


Neosho Ridge Wind Project

Neosho County, Kansas



Project Progress Report No. 14

September 2020

HC* Indicates Highly Confidential *HC

**** Indicates Confidential ****



*Liberty Utilities – Empire District
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1.0 Summary

From a development perspective, the majority of the activities have been completed and all that remains are minor construction related permits which are on-going. All major engineering design disciplines have been Issued for Construction (IFC).

Construction on-site continues, see below for a high-level summary of the major activities that occurred during this reporting period:

- Public road improvements to culverts and intersections are nearing completion.
- Crane pad installation continued.
- Turbine component deliveries and erection continued. IEA have begun submitting mechanical completion certificates.
- Collection system installation is complete and termination work has been initiated. Installation of fiber optic cable has also been initiated.
- MET Tower installation is complete.
- Installation of the SCADA system has been initiated and is on-going.
- Substation construction is complete and the second main power transformer along with the first circuit has been energized.
- Vestas has initiated pre-commissioning and commissioning activities.
- Reclamation work related to turbine foundations, collection system, transmission line, and public and access roads is on-going.

2.0 Safety

There were 13 incidents to report for this period:

- First Aid - Three workers who placed concrete ready mix at a MET tower foundation noticed chemical burns to their lower legs at the end of the day. Occucare was called and advised first aid measures.
- First Aid – An electrical worker received an electrical shock while up tower. The individual was able to climb back down tower. Medical teams were notified and advised to call 911. Neosho County First Responders arrived on scene and transported individual to Neosho Memorial in Chanute, Kansas. The individual did not suffer any injuries and has since returned to work.
- First Aid - Team member was digging metal shipping plates out of the mud and tried to take the mud off by slamming two metal plates together causing a pinch point and getting his left thumb caught between them. OCCUCARE has been notified.
- First Aid - Worker was standing ~3 ft above the ground working on a crane jib. While descending he lost his footing and fell backwards to the ground. He put his right arm out behind him to break his fall and received a shoulder strain. Occucare was called and the recommendation was for icing and OTC ibuprofen.

- Property - Team member operating dozer was clearing path for crane walk and struck wire bundle sitting on top of the ground.
- Property - While starting to lift the nacelle off the ground at tower 029 the nacelle tipped nose down resulting in minor damage to the nacelle fiberglass.
- Property - Service lift power cable wrapped around guide cables and broke.
- Property - Crane mat slid off one side of load and continued slide until upper end broke the loader window.
- Equipment - Blade gripper made contact with the 11000-crane boom resulting in paint transfer.
- Equipment - Top Out Foreman was operating a Ford F-250 flatbed while driving down HWY 70th and Irving when a brown pickup truck went through the stop sign on Irving causing the Foreman to swerve and miss the truck. When Foreman swerved to miss the vehicle, this caused part of the secured load in the back of the truck to fall off the bed causing equipment damage.
- Equipment - Low boy driver was transporting CAT 320 Excavator to site when rock was thrown up between low boy trailer tire and hit the front window of excavator
- Equipment - Team member was opening CAT Forklift window when he pushed it to try and secure the window to the lock causing the window to shatter and break
- Vehicle – an employee was driving to work and struck a deer. There was no injury to the driver and minimal damage was done to the truck.

	Lost Time	Recordable	First Aid	Property Damage	Near Miss	Vehicle Incidents	Totals
This Period	0	0	4	8	0	1	13
Cumulative	0	0	13	57	2	16	88

3.0 Commercial Activities

3.1 Purchase and Sale Agreement

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:*
 - Nothing to report

3.2 Turbine Supply Agreement and Service and Maintenance Agreement

During this reporting period, Vestas submitted to the project Excusable Event No.20 and Excusable Event No.22 under the Turbine Supply Agreement (TSA), both of which are provided in Appendix A. Excusable Event No.21 has yet to be received from Vestas and a request for clarity as to whether or not it has been issued has been sent to Vestas. To date, Vestas has submitted 21 Excusable Event Notices under the TSA and 1 Force Majeure Notice under the Service and Maintenance Agreement to the project. The project has responded to the Notices requesting additional information in support of Vestas' claims and is evaluating the merits of those claims. Vestas provided a response with documentation to substantiate the claims; however the project was not able to ascertain the extent to which any such document relates to a particular occurrence, its impact on Supplier's obligations, or to which claimed Excusable Event such document relates, and therefore has responded to Vestas by requesting clarification. The project has not received any updated responses from Vestas during this reporting period.

At the time of this reporting period the final impact to the project cost and schedule is unknown. Any additional responses received from Vestas will be provided in subsequent reports.

3.3 Engineering, Procurement and Construction Agreement

There were no new Notices submitted by IEA to the project under the Engineering, Procurement and Construction (EPC) Agreement during this reporting period. To date IEA has submitted 6 Notices under the EPC Agreement to the project.

At the time of this reporting period the final impact to the project cost and schedule due to turbine tooling, equipment, and component delivery delays is unknown as negotiations with IEA regarding construction delay costs are on-going. Further details will be provided in subsequent reports.

3.4 Interim Generator Interconnection Agreement

There were no new Notices submitted by Evergy to the project under the Interim Generator Interconnection Agreement (IGIA) during this reporting period. To date Evergy has submitted 1 Force Majeure Notice under the IGIA to the project.

An Impact Study of Interim Operation was completed by SPP and the results of the Study demonstrated that there are no adverse impacts on the transmission system because of the interim interconnection request from the project and as such the project can reliably interconnect on an interim basis at the full nameplate capacity. Due to the Study, the Interim Generator Interconnection Agreement was Amended and Restated during this reporting period; the relevant changes are as follows: 1) the transformer rating in Appendix A 1.A was updated; 2) the list of projects in Appendix A 5 was updated based on the restudy of Interim capacity; 3) the list of higher queued projects in Appendix A 7 was updated; 4) Milestone 29 in Appendix B was marked as complete; 5) and the turbine configuration in Appendix C 1 was edited. The Amended and Restated Interim Generator Interconnection Agreement is included in Appendix B.

4.0 Development Activities

Development activities for the period were focused primarily on the project site plan and permitting at the 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 nearly complete.

IEA continues to work towards obtaining all permits necessary to facilitate construction and is nearly complete. Additional roads will need to be added to the Road Use and Maintenance Agreement with Neosho County in order to facilitate deliveries of turbines component to two turbine locations in the north west portion of the project area. In addition, a road survey was undertaken to determine the suitability of the roads for delivery and as a result, some minor improvements to roads and intersections will need to be completed prior to delivery. The project is currently reviewing with Neosho County and IEA to determine the extent of upgrades for this portion of the project. All other construction related permits have been obtained.

5.0 Construction Activities

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

All engineering designs have now been issued for construction (IFC), however various engineering studies are on-going and nearly complete.

IEA continues 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 culvert improvements as well as public road intersection improvements continued and are nearing completion.
- Crane pad construction continued.
- Turbine component deliveries and turbine erection is on-going. IEA have begun submitting mechanical completion certificates.
- cable installation as it relates to the collection system is now complete and termination work continues.
- Installation of fiber optic cable was initiated.
- MET Tower installation is now complete.
- Installation of the SCADA system has been initiated and is on-going.
- Substation construction is completed and the second main power transformer along with the first circuit has been energized. Substation crews are on-site working on minor punch list items.
- Vestas has initiated pre-commissioning and commissioning activities.

- Reclamation work is on-going for turbine foundations, collection system, transmission line and public and access roads.

- **WTG 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: 139 of 139 = 100%
 - Mud Mats: 139 of 139 = 100%
 - Rebar Installation 139 of 139 = 100%
 - Poured: 139 of 139 = 100%
 - Backfilled: 139 of 139 = 100%
 - Crane Pads Installed 110 of 139 = 79%

- **Offload/Erection**
 - Full Turbines Received: 110 of 139 = 79%
 - Full Turbines Erected: 63 of 139 = 45%
 - Tower's Wired 47 of 139 = 34%
 - Mechanical Completion Certificates 13 of 139 = 9%

- **Collection**
 - Cable Installed 592,615 of 592,615 = 100%
 - Terminations Installed 51 of 139 = 37%
 - Testing 3 of 14 = 11%

- **Substation**
 - Foundation 100%
 - Underground Electrical 100%
 - Steel And Equipment 100%
 - Switches 100%

- **Transmission Line**
 - Clearing 44,880 of 44,880' = 100%
 - Stage Poles and Materials 66 of 66 = 100%
 - Assemble Poles 66 of 66 = 100%
 - Set Poles 66 of 66 = 100%
 - 795 Conductor 198 of 198 = 100%
 - OPGW 66 of 66 = 100%

- **Commissioning**
 - Pre-Commissioning 9 of 139 = 6%
 - Commissioning Completion Certificates 0 of 139 = 0%

Vestas crews are on-site and continue to coordinate turbine deliveries, inspections, and offloads with IEA. Crews continue to participate in turbine walkdowns and review of mechanical completion certificates (MCCs) that have been submitted by IEA; as of this reporting period to date, 13 turbines have achieved mechanical completion. Vestas has initiated pre-commissioning activities and has completed 9 turbines to date. Commissioning activities have also commenced however, no commissioning completion certificates have been submitted.

Construction of the O&M building continues on-site. Miller-Tippens has completed the installation of the foundation and has initiated interior framing, electrical and HVAC activities. The roof of the building has also been installed.

For further details related to construction activities and the construction schedule, please refer to the Construction Management Monthly Progress Report from the Construction Manager, APEX Wind Construction, LLC which is included as Appendix C.

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 Neosho JV payable at closing. See the next page for a report detailing expenses by budget category. ** _____

** _____

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7.0 Progress Photos



Substation



Turbine Erection



Turbine Base



MET Tower



Control Building (Interior)



Erected Turbines



Turbine Site Restoration



O&M Building (Interior)