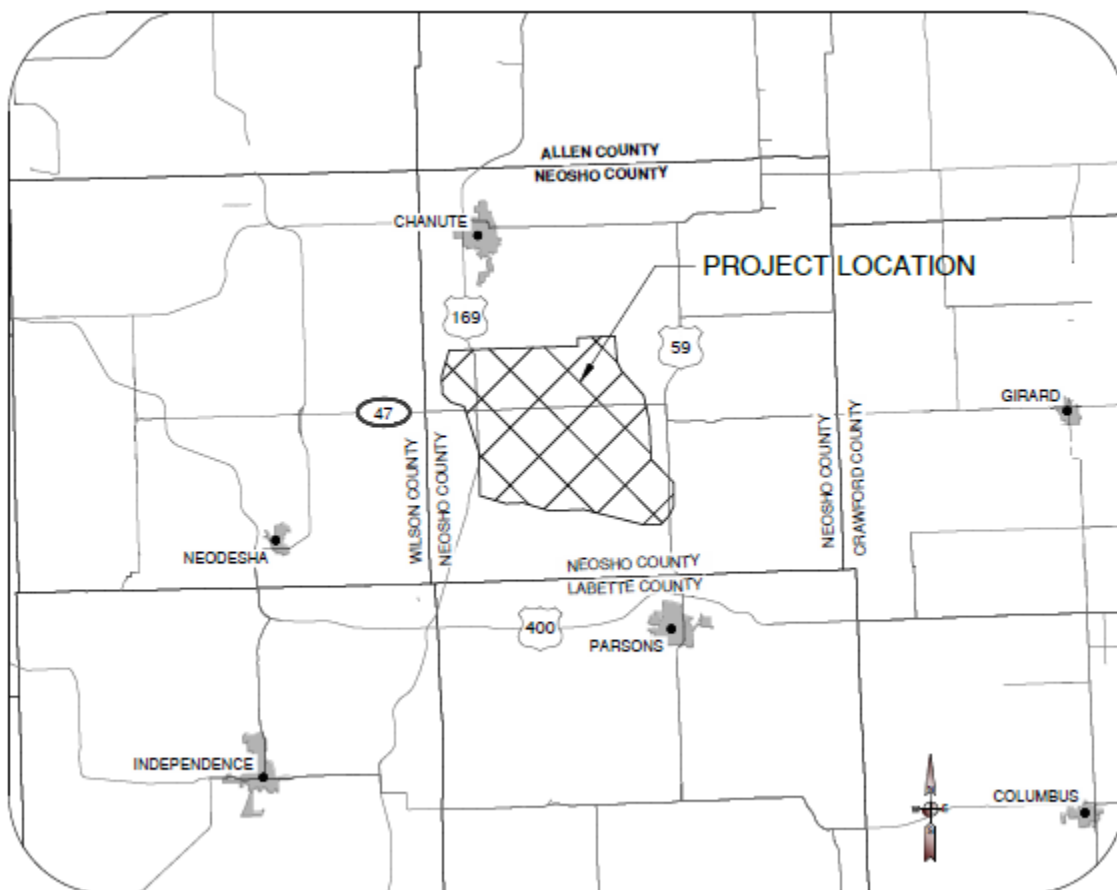


Neosho Ridge Wind Project

Neosho County, Kansas



Project Progress Report No. 10

May 2020

HC* Indicates Highly Confidential *HC

**** Indicates Confidential ****



*Liberty Utilities – Empire District
602 S. Joplin Ave.
Joplin, MO 64802*

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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. Engineering continued to progress during the report period with all major disciplines moving to Issued for Construction (IFC). Various engineering studies are on-going.

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

- Public road surface improvements and maintenance continued. Improvements to culverts and intersections remain and are on-going.
- Installation of turbine access road radii continued.
- Turbine foundation backfilling as well as crane pad construction continued.
- Turbine component deliveries were initiated followed by erection.
- Trenching and boring work as well as cable installation as it relates to the collection system continued.
- The foundation work for the transmission line continued and is nearly complete and setting of the structures has been initiated.
- Substation construction is on-going. The foundations are nearing completion and setting of steel structures continued.
- The first main power transformer (MPT) is currently being shipped and the second MPT is expected to be shipped during the next reporting period.

2.0 Safety

There were 7 incidents to report for this period:

- Vehicle Damage - Windshield cracked when struck by rock while driving behind a semi-truck
- Livestock – A calf fell in an open foundation excavation related to a T-Line pole structure which had filled with rain during a rain event and died.
- Equipment damage - While fueling a track hoe, the truck with the fuel tank slid off of the crane mat and contacted the hoe causing damage just below the driver taillight.
- Vehicle damage - Company truck struck a bird causing damage to driver side headlight.
- Equipment damage - While trenching with the track hoe a tooth of the bucket broke off and broke the side glass of the machine.
- Property damage - Saltwater line struck while boring.
- Equipment damage - Locking system of the windshield on the wheel hoe failed while in the open position. The windshield slammed closed and broke on impact.

	Lost Time	Recordable	First Aid	Property Damage	Near Miss	Vehicle Incidents	Totals
This Period	0	0	0	5	0	2	7
Cumulative	0	0	3	20	1	10	34

3.0 Commercial Activities

3.1 Purchase and Sale Agreement

Contractual milestones achieved during the report period are as follows:

- *Seller:*
 - The Operations and Maintenance Agreement and the Energy Management Services Agreement were both executed on March 31, 2020.
- *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 two supplemental Notices related to Excusable Event No.3, Excusable Event No.5, Excusable Event No.6, Excusable Event No.7, Excusable Event No.8, and Excusable Event No.9 under the Turbine Supply Agreement (TSA), all of which have been attached to this report as Appendix A. To date Vestas has submitted 9 Excusable Event Notices under the TSA and 1 Force Majeure Notice under the Service and Maintenance Agreement to the project.

At the time of this reporting period the impact to the project cost and schedule is unknown. The project has responded to the Notices requesting additional information and further details, as 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 2 Force Majeure Notices under the EPC Agreement to the project.

At the time of this reporting period the project has been informally notified that the delay related to Force Majeure Notice #1 has been mitigated and the schedule appears to be unaffected, however the Force Majeure Notice has not been withdrawn.

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 IGIA to the project.

At the time of this reporting period the project has been informally notified that there has been no schedule impacts to the project related to this Force Majeure Notice.

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.

IEA has requested a slight modification to the crane path which required some additional field work to ensure no encroachment of sensitive areas or wetlands would occur. The environmental consultant completed the field work and has cleared the modifications to the crane path and discussions/review with landowners related to the changes is on-going.

IEA continues to work towards obtaining all permits necessary to facilitate construction and is nearly complete. IEA has submitted for a stream obstruction permit on Irving road to the KSDA-DWR and expect to receive approval during the next reporting period. IEA are also working with KDOT on the crane crossing permit for crossing US-47. Line drops are being scheduled with the local utilities to facilitate crane crossings as necessary. All other construction related permits have been obtained.

Regarding the landowner litigation, the parties have reached a settlement and a Stipulation for Dismissal was filed with the court.

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 still on-going.

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 surface improvements have been completed with the exception of improvements to culverts and intersections which are on-going.
 - Public road maintenance and repairs continued.
 - Turbine access road construction has been completed however installation of access road radii continues and is nearly complete.
 - All turbine foundations have been poured and backfilling continues.
 - Crane pad construction continued.
 - Turbine component deliveries were initiated followed by erection.
 - Trenching and boring work as well as cable installation as it relates to the collection system continued.
 - The foundation work for the transmission line continued and is nearly complete and setting of the structures has been initiated.
 - Substation construction is on-going. The foundations are nearing completion and setting of steel structures continued.
 - The first main power transformer (MPT) is currently being shipped and the second MPT is expected to be shipped during the next reporting period.
- **WTG Access Roads**
 - Stripping: 193,360' of 195,360' = 100%
 - Cement Stabilized: 193,360' of 195,360' = 100%
 - Stoned: 193,360' 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: 88 of 139 = 63.3%
 - Crane Pads Installed: 36 of 139 = 25.9%
 - Spreading Topsoil: 0 of 139 = 0%
 - **Offload/Erection**
 - Full Turbines Received: 5 of 139 = 4.3%
 - Full Turbines Erected: 0 of 139 = 0%
 - Tower's Wired: 0 of 139 = 0%
 - MCC: 0 of 139 = 0%
 - **Collection**
 - Cable Installed: 57%
 - PMT Install (Complete): 0%
 - Testing: 0%

- **Substation**
 - Foundation 95%
 - Underground Electrical 0%
 - Steel And Equipment 65%
 - Switches 0%
- **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 20 of 54 = 37%
 - 795 Conductor 0%
 - OPGW 0%

Evergy's construction work on the Interconnection Facilities at the Point of Interconnection for the Project is substantially complete. Evergy is planning to energize the Switching Station on June 19th.

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.** _____

_____ **

7.0 Progress Photos



Substation Yard



Substation Foundations



Base Section of Turbine



Tower Section of Turbine



Main Crane

Appendix A

Notices Received Relating to Neosho Ridge Wind, LLC

****Confidential in its Entirety****