



DEFINITIVE PROPOSAL FORM 1.9

OPTIONAL DEBT FINANCING PLAN

Luma Energy (the Qualified Respondent) hereby acknowledges and affirms that the attached documentation (i) constitutes a final markup of the revised draft of the Financing Term Sheet included in Annex E to this RFP or a term sheet summarizing the indicative terms and conditions of an alternative financing arrangement proposed by the Qualified Respondent and (ii) meets the requirements described in Section 4.1.9 (*Optional Debt Financing Plan*) of the RFP.

Capitalized terms not defined herein shall have the meaning set forth in the Request for Proposals for Puerto Rico Electric Power Transmission and Distribution System issued by the Puerto Rico Public-Private Partnerships Authority on February 1, 2019 (as amended, the "RFP") or the final form of the Puerto Rico Transmission and Distribution System Operation and Maintenance Agreement (the "**O&M Agreement**"). If there is a term defined in both, and their definitions conflict, the definition in the O&M Agreement shall prevail.

Luma Energy

QUALIFIED RESPONDENT

Company Name

Gerald Albert Ducey, Jr.

Name of Qualified Respondent's
Authorized Official

Authorized Representative

Title

Signature of Qualified Respondent's
Authorized Official

November 25th 2019
Date

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November 25, 2019

CONFIDENTIAL



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