

May 18, 2020

Lisa M.G. Mulligan, CEO
Town of Brookhaven Industrial Development Agency
One Independence Hill
Farmingville, New York 11738

RE: Town of Brookhaven Industrial Development Agency with Orbit Bloom Energy LLC – 3601 Horseblock Road, Medford, NY 11763 – 2020 Facility

Dear Ms. Mulligan:

As you are aware, Orbit Bloom Energy LLC (“Company”) received an approval from the Town of Brookhaven Industrial Development Agency (“Agency”) for financial assistance and closed its straight-lease with the Agency with a 20-year PILOT term on February 28, 2020.

We would like to take this opportunity to thank you and the Agency again for granting the benefits and the smooth transaction process.

As described in the Company’s original cover letter to the Agency, in conformity with general industry practices, the Company’s parent, Bloom Energy Corporation, is seeking to finance the project through a sale of all of the equity interest in the Company to an investor, DG Fuel Cell, LLC (“Investor”), to be formed for the sole purpose of entering into this transaction. As part of the transaction, the Investor will simultaneously enter into a long-term Operations and Maintenance (“O&M Agreement”) with Bloom Energy Corporation.

By way of background, the Investor will be a wholly-owned subsidiary of NextEra Energy Resources, LLC (“NEER”), a clean energy leader and one of the largest wholesale generators of power in the U.S. which, along with its affiliated entities, is the world’s largest operator of renewable energy from wind and solar generation and is a world leader in battery storage.

In connection with the foregoing, please note the following information regarding the Investor that is being provided based on applicant related information elicited in the Agency’s application form:

DG Fuel Cell, LLC
Address: 700 Universe Blvd, Juno Beach, FL 33408
EIN: [to be provided by May 20, 2020]
State and Date of Incorporation: Delaware
Nature of Business: Distributed Generation Owner and Operator

Certifying officer for Investor:
Matthew G. Ulman, Vice President (to be named officer upon creation of entity)

Attorney for Investor:
Mitchell Ross, VP and General Counsel for NextEra Energy Resources, LLC

NEER is a wholly-owned subsidiary of NextEra Energy, Inc. NextEra Energy, Inc. (NYSE: NEE) is a leading clean energy company headquartered in Juno Beach, Florida. NextEra Energy owns two electric companies in Florida: Florida Power & Light Company and Gulf Power Company, in addition to NEER. A Fortune 200 company and included in the S&P 100 index, NextEra Energy has often been recognized by third parties for its efforts in sustainability, corporate responsibility, ethics and compliance, and diversity. NextEra Energy is ranked No. 1 in the electric and gas utilities industry on Fortune's 2019 list of "World's Most Admired Companies" and ranked among the top 25 on Fortune's 2018 list of companies that "Change the World." For further information, please refer to the following webpage: <http://www.nexteraenergy.com>.

Neither NextEra Energy, Inc., or any of its subsidiaries (including Investor) have benefited from any prior industrial development financing in the municipality in which this project is located, whether by the Agency or another issuer.

Investor's major bank reference is:


Wells Fargo Bank, National Association
90 South 7th Street, 15th floor, MAC N9305-156
Minneapolis, Minnesota 55305

As of December 31st, 2019, seventy-three banks participate in the revolving credit facilities of FPL, Gulf Power, and NextEra Energy Capital Holdings, Inc., the wholly-owned and fully-guaranteed NextEra Energy Inc. subsidiary and parent company of NEER.

In furtherance of the foregoing, the Company respectfully requests that the Agency consent to the above-described investment, subject to the Company and the Investor entering into the referenced O&M Agreement.

Thank you in advance for your courtesy and consideration.

Very truly yours,

DocuSigned by:

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Mark Mesler, Vice President
Orbit Bloom Energy, LLC

cc: Nixon Peabody LLP
William F. Weir, Esq. (via electronic mail @ WWeir@nixonpeabody.com)

March 9, 2020

Lisa M.G. Mulligan, CEO
Town of Brookhaven Industrial Development Agency
One Independence Hill
Farmingville, New York 11738

RE: Town of Brookhaven Industrial Development Agency with Orbit Bloom Energy LLC – 3601 Horseblock Road, Medford, NY 11763 – 2020 Facility

Dear Ms. Mulligan:

As you are aware, Orbit Bloom Energy LLC (“Company”) received an approval from the Town of Brookhaven Industrial Development Agency (“Agency”) for financial assistance and closed its straight-lease with the Agency with a 20 year PILOT term on February 28, 2020.

We would like to take this opportunity to thank you and the Agency again for granting the benefits and the smooth transaction process.

As described in the Company’s original cover letter to the Agency, in conformity with general industry practices, the Company’s parent, Bloom Energy Corporation, is seeking to finance the project through a sale of all of the equity interest in the Company to an investor, AEP Onsite Partners, LLC (“Investor”). As part of the transaction, the Investor will simultaneously enter into a long-term Operations and Maintenance (“O&M Agreement”) with Bloom Energy Corporation.

By way of background, the Investor provides technical expertise, market knowledge and investment capital for energy projects including solar, combined heat and power, energy storage, electrical substations, fuel cells, waste heat recovery, and peaking generation resources throughout the United States. Investor owns distributed generation assets and sells the output to schools, municipalities, hospitals, and other commercial and industrial customers throughout the United States. For further information, please refer to the following webpage: <https://www.aep.com/about/businesses/aeonsitepartners>

In connection with the foregoing, please note the following information regarding the Investor that is being provided based on applicant related information elicited in the Agency’s application form:

AEP Onsite Partners, LLC
Address: 303 Marconi Boulevard, Suite 400, Columbus, Ohio 43215
EIN: 47-4975125
State and Date of Incorporation: Delaware (Effective 8/31/2015)
Nature of Business: Distributed Generation Owner and Operator

Certifying officers for Investor:

Joel H. Jansen

Chief Operating Officer

303 Marconi Boulevard, Suite 400, Columbus, Ohio 43215

(614) 583-6472

Attorneys for Investor:

American Electric Power Service Corporation

Attention: Brian C. Begg, Esq.

1 Riverside Plaza, 29th Floor, Columbus, Ohio 43215

(614) 583-6838

Investor is a wholly-owned subsidiary of AEP Energy Supply, LLC. AEP Energy Supply, LLC is a nonregulated holding company of American Electric Power Company's competitive generation, wholesale and retail businesses, and is a wholly-owned subsidiary of American Electric Power Company, Inc ("AEP"). AEP is one of the largest electric energy companies in the U.S. For further information, please refer to the following webpage: <https://www.aep.com/about>.

Neither Investor (nor any related corporation or person) has been involved in or benefited by any prior industrial development financing in the municipality in which this project is located, whether by the Agency or another issuer.

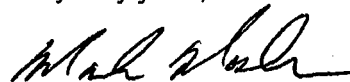
Neither the Investor nor any subsidiary, affiliate, member, officer, director or other entity with which any of these individuals is or has been associated with has: (i) ever filed for bankruptcy, been adjudicated bankrupt or placed in receivership or otherwise been or presently is the subject of any bankruptcy or similar proceeding or (ii) been convicted of a felony, misdemeanor or criminal offense (other than a motor vehicle violation)

Investor's major bank reference is: Citibank, 111 Wall Street, New York, NY 10005.

In furtherance of the foregoing, the Company respectfully requests that the Agency consent to the above-described investment, subject to the Company and the Investor entering into the referenced O&M Agreement.

Thank you in advance for your courtesy and consideration.

Very truly yours,



Mark Mester, VP of

Orbit Bloom Energy, LLC

cc: Nixon Peabody LLP
William F. Weir, Esq. (via electronic mail @ WWeir@nixonpeabody.com)