



Thermal Energy Development Partnership, LP

December 07, 2012

Pacific Gas and Electric Company
77 Beale Street, Rm. 2525H
San Francisco, CA 94105

Re: Energy Price Amendment between Thermal Energy Development Partnership, LP and PG&E
(PG&E Log No. 16P054)

Reference is made to Section 5(a) of the Energy Price Amendment executed on September 21, 2011 to the Power Purchase Agreement between Thermal Energy Development Partnership, LP (TEDP) and Pacific Gas and Electric Company (PG&E) (PG&E Log No. 16P054), as amended by a letter agreement executed on August 21, 2012 ("Agreement").

PG&E and TEDP agree to amend the following second sentence of Section 5(a) of the Agreement to be:

"Specifically, Seller agrees not to disclose, and shall instruct its legal counsel not to disclose, to any third party any details of the credit and security provisions, Amendment Price, or the Contract Quantity, a volumetric performance requirement, of the Amendment, including but not limited to the amount of Delivery Term Security being provided by Seller and the relationship of that security amount to the monthly payment from PG&E for energy, the agreed to Amendment Price for energy, or the Contract Quantity associated with the Amendment Price and that quantity's relationship to the historical performance of the Facility; provided that, Seller may disclose such information to its insurance carriers, lenders, investors, whether current or prospective, its prospective investors' legal counsel and its advisors, after making all such persons aware of the terms of this confidentiality agreement and receiving each such party's agreement to abide by the terms hereof."

In all other respects, the Agreement remains unchanged. Please indicate TEDPs concurrence by countersigning below and returning to PG&E.

Very Truly Yours,

Lee Bailey
President
USRG Tracy GP, LLP
General Partner to Thermal Energy Development Partnership, LP

Concurring Statement

ACCEPTED AND AGREED:

PACIFIC GAS AND ELECTRIC COMPANY,
a California corporation

By: Marino Monardi
Name: Marino Monardi
Title: Director, Portfolio Management
Pacific Gas and Electric Company
Date: 27 Dec 2017