

Deal No.:	
SHELL ENERGY NORTH AMERICA (US), L.P.	CITY OF CHULA VISTA
Attn: Commercial Advisor	Attn: Contract Administration
Phone: 858-320-1500	Phone: 619-691-5051
Fax: 713-767-5414	Fax: 619-691-5092

May 23, 2016

DRAFT CONFIRMATION

This Confirmation confirms the agreement reached on June __, 2016 between **CITY OF CHULA VISTA** (“Buyer”) and **SHELL ENERGY NORTH AMERICA (US), L.P.** (“Shell Energy” or “Seller”) pursuant to and in accordance with the Energy Sales Agreement dated June 15, 2004 (“**ESA**”) between Buyer and Shell Energy. This Confirmation constitutes part of and is subject to all of the terms and provisions of such ESA. Terms used but not defined herein shall have the meanings ascribed to them in the ESA. Buyer and Shell Energy hereby agree to the sale of Energy by Shell Energy to Buyer under the terms and conditions as follows:

Contract Quantity: Per the Block Power Table Below (plus or minus a 25% hourly bandwidth):

	City of Chula Vista Best Fit Hourly Shape												TOTAL	
	1	2	3	4	5	6	7	8	9	10	11	12		
HE	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
2	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
3	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
4	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
5	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
6	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
7	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.2	0.1	0.1	
8	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
9	0.1	0.1	0.1	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	
10	0.2	0.2	0.2	0.2	0.2	0.3	0.3	0.3	0.3	0.3	0.3	0.2	0.2	
11	0.2	0.2	0.2	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.2	0.2	
12	0.2	0.2	0.2	0.3	0.3	0.3	0.3	0.3	0.3	0.4	0.3	0.3	0.2	
13	0.2	0.2	0.2	0.3	0.3	0.3	0.3	0.3	0.3	0.4	0.3	0.2	0.2	
14	0.2	0.2	0.2	0.3	0.3	0.3	0.3	0.3	0.3	0.4	0.3	0.3	0.2	
15	0.2	0.2	0.2	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.2	
16	0.2	0.2	0.2	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.2	
17	0.2	0.2	0.2	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.3	0.2	
18	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.3	0.2	
19	0.2	0.3	0.2	0.2	0.1	0.2	0.2	0.2	0.2	0.3	0.2	0.2	0.2	
20	0.2	0.3	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.3	0.2	0.2	0.2	
21	0.1	0.2	0.2	0.2	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
22	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
23	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
24	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	
Monthly MWh	3.2	3.8	3.5	4.1	3.8	4.3	4.3	4.5	4.6	4.7	3.8	3.5	48.2	
Days	31	28	31	30	31	30	31	31	30	31	30	31	365	
Total MWh	98	107	108	124	119	128	133	141	138	147	115	107	1,465	

Delivery Point: SP-15 EZ Gen Hub

Contract Price: **TBD** per MWhr The Contract Price includes an Allowance for hourly shaped bandwidth up to an excess of 25% over the hourly Contract Quantity or a 25% deficiency below the hourly Contract Quantity.

Product: CAISO Energy

Delivery Term: July 1, 2016 through June 30, 2019

Special Provisions: Seller is the sole supplier of Energy for Buyer's facilities supplied under this Confirmation.

This Confirmation sets forth the terms of the Transaction into which the Parties have entered and together with the ESA shall constitute the entire agreement between the Parties relating to the contemplated purchase and sale of Energy.

SHELL ENERGY NORTH AMERICA (US), L.P.	CITY OF CHULA VISTA
By:	By:
Name:	Name:
Title:	Title:

Please return the signed confirmation to Shell Energy at Fax: (713) 767-5414.