

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

May 27, 2015

This Confirmation confirms the agreement reached on May 27, 2015 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):**

	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	0.06	0.06	0.06	0.06	0.06	0.08	0.08	0.07	0.08	0.07	0.07	0.06	
2	0.06	0.06	0.06	0.06	0.06	0.08	0.08	0.07	0.08	0.07	0.07	0.06	
3	0.06	0.06	0.06	0.06	0.06	0.08	0.08	0.07	0.08	0.07	0.06	0.06	
4	0.07	0.06	0.06	0.06	0.07	0.09	0.09	0.08	0.09	0.08	0.08	0.07	
5	0.10	0.09	0.08	0.09	0.09	0.12	0.13	0.12	0.13	0.11	0.11	0.11	
6	0.10	0.10	0.10	0.10	0.10	0.12	0.14	0.14	0.15	0.12	0.11	0.11	
7	0.11	0.11	0.11	0.11	0.14	0.16	0.19	0.18	0.19	0.15	0.12	0.12	
8	0.12	0.12	0.12	0.12	0.13	0.15	0.16	0.16	0.16	0.14	0.12	0.12	
9	0.15	0.16	0.15	0.16	0.22	0.23	0.30	0.30	0.31	0.21	0.16	0.16	
10	0.21	0.22	0.17	0.21	0.28	0.28	0.35	0.35	0.37	0.28	0.22	0.22	
11	0.24	0.26	0.23	0.24	0.29	0.29	0.36	0.37	0.38	0.31	0.25	0.25	
12	0.25	0.27	0.26	0.26	0.30	0.29	0.36	0.37	0.39	0.32	0.26	0.26	
13	0.24	0.26	0.26	0.27	0.31	0.31	0.37	0.37	0.39	0.33	0.26	0.25	
14	0.24	0.26	0.27	0.27	0.31	0.31	0.37	0.37	0.39	0.34	0.26	0.25	
15	0.24	0.26	0.28	0.27	0.31	0.31	0.38	0.38	0.39	0.33	0.26	0.25	
16	0.24	0.26	0.27	0.27	0.31	0.31	0.37	0.38	0.38	0.33	0.26	0.25	
17	0.25	0.25	0.26	0.26	0.25	0.26	0.33	0.33	0.34	0.31	0.27	0.25	
18	0.26	0.24	0.21	0.21	0.20	0.21	0.26	0.24	0.26	0.24	0.28	0.23	
19	0.22	0.26	0.18	0.14	0.15	0.16	0.19	0.17	0.19	0.25	0.23	0.19	
20	0.20	0.24	0.24	0.20	0.10	0.11	0.11	0.11	0.14	0.23	0.20	0.17	
21	0.09	0.17	0.19	0.17	0.09	0.09	0.11	0.09	0.11	0.14	0.12	0.08	
22	0.07	0.10	0.09	0.09	0.08	0.09	0.09	0.08	0.09	0.10	0.08	0.08	
23	0.06	0.06	0.07	0.07	0.07	0.09	0.08	0.08	0.08	0.08	0.07	0.07	
24	0.06	0.06	0.06	0.06	0.06	0.08	0.08	0.07	0.08	0.07	0.07	0.06	<b>TOTAL</b>
Total MWh	3.70	4.01	3.84	3.81	4.02	4.27	5.03	4.96	5.23	4.70	3.95	3.74	51.27
Days	31	28	31	30	31	30	31	31	30	31	30	31	365
Total KWh	114,786	112,342	119,155	114,336	124,717	128,174	156,070	153,622	157,014	145,557	118,524	115,826	<b>1,560,123</b>

*Delivery Point:* SP-15 EZ Gen Hub

*Contract Price:* \$44.87 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, 2015 through June 30, 2016

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.

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

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