

LAND USE COMMISSION  
STATE OF HAWAII

NRG Renew LLC  
100 California St, Suite 400  
San Francisco, CA 94111

2018 MAR -9 A 9:48

March 8, 2018

Mr. Daniel E. Orodener  
Executive Officer  
State of Hawaii Land Use Commission  
P.O. Box 2359  
Honolulu, Hawaii 96804-2359

Re: Kawaihoa Solar, LLC (2014/SUP-6; SP15-406 and  
Waipio PV, LLC (2014/SUP-3; SP15-405)

Dear Mr. Orodener:

In regard to SUP Nos. 2014/SUP-6; SP15-406 and 2014/SUP-3 (County Conditions 9 and 8, respectively); SP15-405, NRG Renew LLC ("NRG Renew") hereby submits this written notice of a change in ownership.<sup>1</sup>

On February 6, 2018, NRG Energy, Inc. ("NRG") and GIP III Zephyr Acquisition Partners, a subsidiary of Global Infrastructure Partners ("GIP"), entered into an agreement where GIP has agreed to purchase substantially all of NRG's renewable platform (including the above-referenced projects), including NRG's interest in NRG Yield, Inc. (NYSE: NYLD, NYLD.A) and NRG's renewable operations, maintenance, and development businesses. As stated above, Kawaihoa Solar, LLC, Lanikuhana Solar, LLC, and Waipio PV, LLC, along with NRG Renew LLC, are included in the sale transaction. We expect the transaction to close on or before the end of 2018.

GIP has a demonstrated track record of investment and value creation in the renewable energy sector, and this investment fits squarely into GIP's global renewables investment strategy. GIP has invested or committed approximately \$9 billion of equity in the sector, including 8 GW of operating renewable assets and over 14 GW of renewable assets under construction or in development. For these reasons, NRG Renew is looking forward to a new sponsor with the ability to further enhance the platform and expand future growth opportunities.

NRG and NRG Renew confirm that (A) the transaction will not in any way affect NRG Renew's commitment to completing and operating the two PV projects (referenced in the subject line above), or otherwise impact the two PV projects or the two amended power purchase agreements; (B) NRG Renew does not anticipate any changes to the scope, timeline, development schedules, or operating plans of the two respective PV projects; (C) NRG Renew's business dealings will continue as

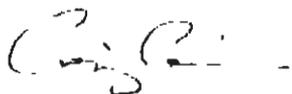
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<sup>1</sup> Pursuant to Decision and Order No. 34714, issued July 27, 2017, the Public Utilities Commission was informed of this change in ownership on February 9, 2018.

usual, unchanged; and (D) NRG Renew has committed the resources, capital, and execution expertise to deliver these projects on schedule and in accordance with the contracts and all underlying milestones. In summary, NRG Renew reaffirms its commitment to these projects.

If you have any questions, please do not hesitate to contact me at 415-627-1620.

Sincerely,

A handwritten signature in black ink, appearing to read "Craig Cornelius". The signature is written in a cursive style with a large initial "C" and a long horizontal stroke at the end.

Craig Cornelius  
Senior Vice President, Renewables