

SCHEDULES TO ASSET PURCHASE AGREEMENT

Notes:

- (a) Capitalized terms not defined in these schedules shall have the meanings given those terms in the Asset Purchase Agreement.
- (b) Disclosure of an item on these schedules does not imply that the matter is material or that the item is a required disclosure pursuant to the Asset Purchase Agreement.
- (c) Titles of the Schedules are for convenience only and do not alter or limit the nature of the matters contained therein.
- (d) Nothing in the following descriptions shall be construed to expand the representations or warranties contained in the Asset Purchase Agreement.

Schedule 1.1(a)

PERSONNEL WITH LADWP's KNOWLEDGE

1. David H. Wright, Senior Assistant General Manager – Power System
2. Michael S. Webster, Director of Fuel and Power Purchase
3. Minh T. Le, Power Engineering Manager of Fuel and Power Purchase
4. Sam Mannan, Electrical Engineering Supervisor of Fuel and Power Purchase

Schedule 1.1(b)

PERSONNEL WITH SRP's KNOWLEDGE

1. James Pratt, Sr. Director, Baseload Generation
2. Barry Drost, Director, Major Projects, Baseload Generation
3. Robert Talbot, Plant Manager, Navajo Generating Station
4. Kara Montalvo, Director, Environmental Compliance and Permitting

Schedule 1.1(c)
MOHAVE ASSIGNED CONTRACTS

1. None.

Schedule 1.1(d)
NGS ASSIGNED CONTRACTS

1. The NGS Project Agreements (excluding the Navajo Project Navajo Generating Station Operating Agreement), as amended, supplemented and replaced, except the NGS Assigned Contracts shall not include interests in the Project Agreements to the extent they relate to the NGS Transmission Interests, the Excluded Assets or the Excluded Liabilities.
2. Any other Contracts to which the NGS Operating Agent is a party on behalf of itself and the other NGS Participants as of the Closing.

Schedule 2.2(a)

EMISSION ALLOWANCES AND REDUCTION CREDITS OF OPERATING AGENT

1. See attached.

Schedule: 2.2(a)

SO2 Allowance Calculation

Based on NGS E&O Agreement #26, revision 2, Designated Representative and Alternate Designated Representat

LADWP Ownership

21.2%

Year	NGS Total Allowances (Tons SO2)	LADWP Share of NGS		SRP Total Reserved Allowances	LADWP Share of Reserves
		Allowances Included Among Excluded Assets			
2016	71,996	13,992		6,000	1,272
2017	71,996	13,992		6,000	1,272
2018	71,996	13,992		6,000	1,272
2019	71,996	13,992		6,000	1,272
2020	71,996	13,992		6,000	1,272
2021	71,996	13,992		6,000	1,272
2022	71,996	13,992		6,000	1,272
2023	71,996	13,992		6,000	1,272
2024	71,996	13,992		6,000	1,272
2025	71,996	13,992		6,000	1,272
2026	71,996	13,992		6,000	1,272
2027	71,996	13,992		6,000	1,272
2028	71,996	13,992		6,000	1,272
2029	71,996	13,992		6,000	1,272
2030	71,996	13,992		6,000	1,272
2031	71,996	13,069		10,353	2,195
2032	71,996	13,069		10,353	2,195
2033	71,996	13,069		10,353	2,195
2034	71,996	13,069		10,353	2,195
2035	71,996	13,069		10,353	2,195
2036	71,996	13,069		10,353	2,195
2037	71,996	13,069		10,353	2,195
2038	71,996	13,069		10,353	2,195
2039	71,996	13,069		10,353	2,195
2040	71,996	13,069		10,353	2,195
2041	71,996	13,069		10,353	2,195
2042	71,996	13,069		10,353	2,195
2043	71,996	13,069		10,353	2,195
2044	71,996	13,069		10,353	2,195

Schedule 3.4(a)
REQUIRED LADWP NON-GOVERNMENTAL APPROVALS

1. None.

Schedule 3.4(b)

REQUIRED LADWP GOVERNMENTAL APPROVALS

1. Board of Water and Power Commissioners of the City of Los Angeles.
2. Los Angeles City Council.

Schedule 3.8

NGS CONTRACTS TO WHICH SRP NOT ALSO A PARTY

1. None.

Schedule 4.4(a)
REQUIRED SRP NON-GOVERNMENTAL APPROVALS

1. None.

Schedule 4.4(b)
REQUIRED SRP GOVERNMENTAL APPROVALS

1. None.

Schedule 4.8

SRP CONTRACTS TO WHICH LADWP NOT ALSO A PARTY

1. None.

Schedule 7.5
LADWP GOVERNMENTAL APPROVALS AND NON-GOVERNMENTAL APPROVALS

REQUIRED CONSENTS FOR TRANSFER OF LADWP OWNERSHIP INTEREST IN THE
NAVAJO GENERATING STATION

AGREEMENT	PARTIES
<p>Navajo Project Co-Tenancy Agreement</p> <p>Among</p> <p>Arizona Public Service Company Department of Water and Power of the City of Los Angeles Nevada Power Company Salt River Project Agricultural Improvement and Power District Tucson Electric Power Company The United States of America</p> <p>Conformed Copy (through Amendment No. 9)</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power Company
<p>Navajo Project Participation Agreement Contract No. 14-06-300-2131</p> <p>Between</p> <p>The United States of America Arizona Public Service Company Department of Water and Power of the City of Los Angeles Nevada Power Company Salt River Project Agricultural Improvement and Power District Tucson Gas & Electric Company</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power Company
<p>Navajo Project Navajo Generating Station Operating Agreement</p> <p>Between</p> <p>The United States of America Arizona Public Service Company Department of Water and Power of the City of Los Angeles Nevada Power Company Salt River Project Agricultural Improvement and Power District Tucson Gas & Electric Company</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power Company

AGREEMENT	PARTIES
<p>Indenture of Lease, Navajo Units 1, 2, and 3</p> <p>Between</p> <p>The Navajo Tribe of Indians and Arizona Public Service Company Department of Water and Power of City of Los Angeles Nevada Power Company Salt River Project Agricultural Improvement and Power District Tucson Gas and Electric Company</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power Company
<p>Navajo Project</p> <p>Application and Grant of Rights-of-Way and Easements</p> <p>(25 U.S.C. § 323)</p> <p>Plant Site</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power Company
<p>Grant of Federal Rights-of-Way and Easements</p> <p>(25 U.S.C. § 323)</p> <p>Navajo Project</p> <p>Navajo Generating Station Coal Haul Railroad</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power Company

AGREEMENT	PARTIES
<p>Amended Navajo Station Coal Supply Agreement</p> <p>Between</p> <p>Peabody Coal Company and Arizona Public Service Company Department of Water and Power of the City of Los Angeles Nevada Power Company Salt River Project Agricultural Improvement and Power District Tucson Gas and Electric Company</p> <p>February 18, 1977</p> <p>Including</p> <p>Agreement Pursuant to the February 18, 1977 Amended Navajo Station Coal Supply Agreement and Exhibit B, Re: Navajo Dedicated Reserve Areas; Exhibit C, Revision 4 of the Exhibit K to the Amended Navajo Station Coal Supply Agreement Exhibit D, Protocol for Annual CSA Section 8(O) Review of Factors Exhibit E, Daily Quality Incentive Adjustment</p> <p>June 30, 2010</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power company
<p>United States Department of the Interior, Bureau of Reclamation, Glen Canyon Unit, Colorado River Storage Project</p> <p>Contract for Water Service from Lake Powell</p> <p>January 17, 1969 Contract No. 14-06-400-5033</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power Company • United States Department of the Interior, Bureau of Reclamation, Regional Director, Region 4
<p>United States Department of the Interior National Park Service</p> <p>Right-of-Way Permit for Salt River Project Agricultural Improvement and Power District Permit No. RW GLCA-06-002</p>	<ul style="list-style-type: none"> • The United States of America • Arizona Public Service Company • Nevada Power Company • Tucson Electric Power Company • National Park Service, Regional Director

Schedule 8.5
LADWP GOVERNMENTAL APPROVALS AND NON-GOVERNMENTAL APPROVALS

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