



June 4, 2024

2024 EAL Existing Resource Energy & Capacity RFP

Bidders Conference

Introduction

❖ Conference Purpose

- To give participants a high-level overview of the 2024 Request for Proposals for Existing Resource Energy & Capacity for Entergy Arkansas, LLC (“2024 EAL EREC RFP” or “RFP”) and related processes

❖ Questions

- Please submit all questions to the Bid Event Coordinator via email at EALRFP@entergy.com (to ensure that Entergy Arkansas, LLC (EAL) has an accurate record of each question posed)
- Please refrain from including bidder-specific or confidential information in the question
- This presentation, along with RFP questions and responses, will be posted to the 2024 EAL EREC RFP Website, https://www.entergy-arkansas.com/rfp/energy_capacity/. To the extent EAL’s posted responses differ from the oral responses given during the conferences, the written response will control

❖ Administrative

- In the event of an inconsistency between the presentation and the RFP documents, the RFP documents will control
- All phones must be on mute
- Please do not place your phone on hold
- Email the Bid Event Coordinator at EALRFP@entergy.com with any technical issues or questions concerning participation in the Bidders Conference

Agenda

- Introductions
- RFP Scope, Schedule
- Evaluation Process
- Process Safeguards & Independent Monitor (IM) Overview
- Q&A Review Session

Introductions

Entergy Presenters

Samuel DeBose	RFP Administration Team
Jaime Quigley	Viability Assessment Team
Allie Henson	Economic Evaluation Team
Kyle Watson	Transmission Evaluation Team
David Batten	Accounting Evaluation Team
Laura Hamner	Credit Evaluation Team

Additional Entergy Participants

James Miller	ESL Assistant General Counsel
Joanna Brochado	ESL Assistant General Counsel
Misty Harris	RFP Administration Team
Christian Smith	RFP Administration Team
Sahabia Ahmed	RFP Administration Team
Kandice Fielder	RFP Administration Team

Independent Monitor

Dan Walker	Accion Group, LLC
Harry Judd	Accion Group, LLC
Sheri Vincent-Crisp	Accion Group, LLC

RFP Scope, Schedule & Evaluation Process

Samuel DeBose

2024 EAL EREC RFP Parameters

Scope Item	PPA/Tolls (Capacity & Energy)	Capacity Only	Acquisitions
Start Date	March 1, 2025 – Dec 1, 2026 (ZRC transfers must be completed by March 1 prior to the start of the MISO Planning Year)		
Delivery Term	3-10 years with a preference of 5 years within the deliverability window; offers with start dates later in the window will have shorter terms. Offers can be for single, multiple or all MISO seasons		NA
Product	Capacity and energy from Existing Resources with an existing GIA that will be in-service on or before the proposal submission period ending July 18, 2024	Capacity only from existing resources with an existing GIA that will be in service on or before July 18, 2024	Energy & Capacity from Existing Resources with an existing GIA that will be in-service on or before July 18, 2024
Eligible Resources	Natural Gas Resources in-service on or before the proposal submission period ending July 18, 2024. Seasonal only resources per the MISO construct are available to bid into the RFP Preference for resources with minimum of 50 MW summer capacity; others may be evaluated on case-by-case basis	Any resource considered a Capacity Resource per the MISO tariff Seasonal only resources per the MISO construct are available to bid into the RFP Coal resources are not permitted Preference for resources with an average accreditation of at least 5 MWs across all seasons; others may be evaluated on a case-by-case basis	CTs or CCGTs in-service on or before the proposal submission period ending July 18, 2024.
Location	LRZ-8, 9, or 10 with a preference for LRZ-8	LRZ-8, 9, or 10 with a preference for LRZ-8	LRZ-8 only (In Arkansas)
Capacity Sought	Up to 750 MW		
Pricing	Capacity Rate (\$/kW-yr or \$/kW month) + VOM (\$/MWh) + Start Charge	\$/ZRC for Capacity Only product	All in purchase price for physical resource
Proposals	Proposals can be for some or all the term, independently. Proposals can not be contingent on other proposals submitted		
Objectives	To meet EAL's forecasted near term energy and capacity needs prior to feasible in-service dates for new generation		
Independent Monitor	Yes - Accion		
Affiliates & Self-Build	No		
Registration	\$10,000/Acquisitions \$5,000/proposal for PPA/Toll/Capacity Only \$1,000/proposal if the proposal is the exact same as one submitted into the other OpCo's RFP with the exception of deliverability term and price		

MISO South Local Resource Zones (LRZs)



2024 EAL EREC RFP SCHEDULE

2024 Existing Resource Schedule (EAL)	Capacity Only PPAs		Energy & Capacity PPAs/Acquisitions	
	Start	Finish	Start	Finish
Notice of Intent (Public)	4/28/2024	4/28/2024	4/28/2024	4/28/2024
Draft RFP Documents - Post RFP Documents	4/28/2024	5/21/2024	4/28/2024	5/21/2024
Bidders Conference	6/4/2024	6/4/2024	6/4/2024	6/4/2024
Bidder Registration Period	6/17/2024	6/21/2024	6/17/2024	6/21/2024
Bidder Proposal Submission Period	7/10/2024	7/18/2024	7/10/2024	7/18/2024
RFP Admin - Bid prep for evals	7/18/2024	7/26/2024	7/18/2024	7/26/2024
Evaluation Period	7/28/2024	9/24/2024	7/28/2024	10/12/2024
Selections	10/15/2024	10/15/2024	11/2/2024	11/2/2024
Negotiations/Internal Approvals	10/16/2024	2/13/2025	11/3/2024	3/3/2025
Regulatory Approval Process	2/13/2025	2/13/2026	3/3/2025	3/3/2026
Closing	2/13/2026	2/13/2026	3/3/2026	3/3/2026

**Dates are targets and subject to change.*

Bidder Registration & Proposal Submission

- ❖ **Bidder registration and proposal submission will utilize forms and templates posted to**
 - **2024 EAL EREC RFP Website and Power Advocate**
 - Bidder Registration Form and Agreement
 - Proposal Package includes, but is not limited to:
 - Proposal Submission Agreement
 - Proposal Submission Template
 - Viability Self-Assessment
 - Due diligence questionnaire(s) (Appendix C) and related attachments
 - Accounting Certificate
 - Evidence requested in Supplier Information (Appendix G)
 - All required special exception materials, including redlined PPA Term Sheet, Tolling Agreement Term Sheet, Asset Acquisition Agreement Term Sheet, Capacity Credit Purchase Agreement
- ❖ **All proposal-related document submissions must be made via PowerAdvocate**
 - Proposals not delivered through PowerAdvocate will be rejected
- ❖ **Email will be sent to bidder confirming receipt of documents**

Bidder Registration & Proposal Submission

❖ Proposal Submission Fees

- \$10,000 for each registered proposal (Acquisitions)
- \$5,000 for each registered proposal (PPAs, Tolls & Capacity Only)
- \$1,000/proposal if the proposal is the exact same as one submitted into a 2024 Entergy EREC RFP with the exception of deliverability term and price
- Bidder will be invoiced proposal submission fee(s) within three business days after the end of the Bidder Registration Period
- EAL must receive payment of the proposal submission fee for each registered proposal no later than 5:00 p.m. CPT on July 2nd, 2024 (current schedule)
- If Bidder misses the payment deadline for a proposal, the proposal may be subject to elimination

RFP Evaluation Process

- The evaluation process is designed to be fair, impartial, and consistently applied
 - Prior to submitting proposals, bidders will receive sufficient information to understand the evaluation factors and general decision criteria, detailed in the RFP documents
 - Detailed inputs and evaluation scenarios will be considered confidential and highly proprietary and will not be shared with potential bidders.
- Proposals will be reviewed and assessed for the following:
 - Economics (Net Supply Cost)
 - Production Cost (Aurora)
 - Interconnection / Deliverability / Transmission
 - Viability / Commercial
 - Accounting Treatment
 - Credit and Collateral Requirements

Redaction & Initial Threshold Determination

Redaction

- ❖ **The purpose of the redaction process is to ensure that:**
 - Evaluation teams receive information relevant to their respective areas
 - Bid price is removed from the information provided to the Viability Assessment Team and the Transmission Evaluation Team (other than specified price approved by the RFP Administration Team that is needed)
- ❖ **The RFP Administration Team will open and redact all proposals**

Initial Threshold Determinations

- ❖ **Initial threshold determinations will occur early in the proposal review process**
- ❖ **The purpose of these determinations is to identify proposals that meet certain minimum threshold requirements for participation in the RFP**
- ❖ **Proposals not meeting threshold requirements may be subject to elimination**
- ❖ **Threshold requirements include, but are not limited to, those concerning:**
 - Eligible Participants
 - Eligible Technology
 - Eligible Transactions
 - Eligible Resources
 - Resource Location
 - Qualification as Long-Term Network Resource
 - PPA, Tolls, or Capacity Delivery Terms
 - GIA in place

Phase I & Phase II Evaluations

- ❖ **Phase I Evaluation will include evaluations primarily by**
 - Economic Evaluation Team
 - Viability Assessment Team
 - Transmission Evaluation Team
 - Credit Evaluation Team

- ❖ **The purpose of the Phase I evaluation is to identify the most economic proposals and to eliminate:**
 - Proposals not meeting the RFP's threshold requirements
 - Less economic proposals
 - Proposals determined to be unacceptably high risk

- ❖ **The purpose of the Phase II evaluation is to evaluate the short-listed proposals in greater detail and develop final rankings and conclusions**

- ❖ **The output of Phase II will be a Final Report**

- ❖ **The Final Report will be sent to EAL, which will make proposal selections**

Selection

❖ Primary Selection List

- Any Bidder with a proposal on the primary selection list will be invited to negotiate a definitive agreement
- A proposal's inclusion on the primary selection list is not acceptance of the proposal or related contract terms
- There is no requirement for EAL to place any proposal on the primary selection list

❖ Secondary Selection List

- Any Bidder with a proposal on the secondary selection list may be invited to negotiate the terms of a definitive agreement or may be advised of proposal status
- Bidder would proceed to definitive agreement negotiations at EAL's discretion

Economic Evaluation

Allie Henson

RFP Evaluation Process

Economic Evaluation Team (EET) Methodology

- The EET will conduct an economic evaluation of proposals submitted in the RFP from the perspective of EAL's aggregate customer base
- **The evaluation will:**
 - Identify proposals that meet the RFP requirements and rank them based on relative economics
 - Utilize tools and methods commonly used by EAL for long-term planning and resource evaluations, including, but not limited to:
 - Variable supply cost analysis within the context of the MISO market based on simulations using the Aurora production cost modeling software
 - Pricing based on proposal submissions and responses to clarifying questions issued to bidders
 - Estimated property tax expense, considering obtained or identified property tax abatements or similar tax benefits, if applicable
 - Long-term avoided capacity value
 - Alternative structures, such as tax equity partnership
 - Terminal value, if applicable
 - Lease accounting treatment, if applicable
 - Imputed debt, if applicable
 - Any other applicable economic benefits, taxes, or costs
- Include qualitative risk considerations and sensitivity analysis (e.g., scenarios around natural gas and carbon prices), if needed

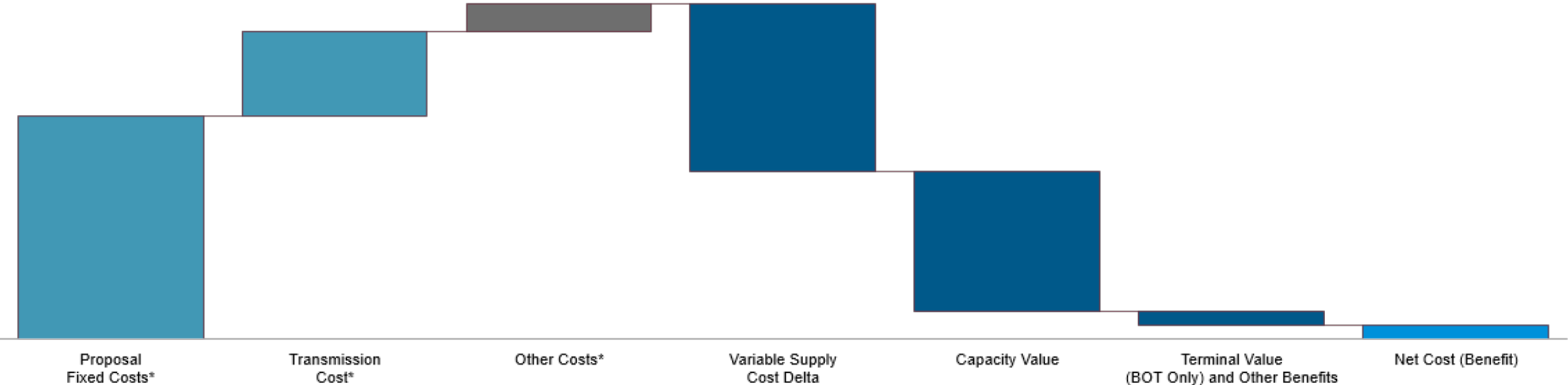
RFP Evaluation Process

Economic Evaluation Team (EET) Methodology

- A net cost/benefit calculation will be performed for each proposal
- Net cost/benefit will be presented in \$M, levelized-real \$/kW-year, and levelized-real \$/MWh to account for differences in proposal size and expected energy production

EAL Customer Total Relevant Supply Cost

Illustrative



Notes:

*Proposal Fixed Costs, Transmission Costs, and Other Costs will be included as part of the all-in energy pricing provided for PPA proposals.

Transmission Evaluation

Kyle Watson

RFP Evaluation Process

Transmission Evaluation Team (TET)

- **The objective of the TET evaluations are to:**
 - Ensure that with the addition of any resource, adequate area reliability is maintained
 - Identify any upgrades associated with maintaining adequate reliability
 - Assess costs of all transmission infrastructure-related improvements required to incorporate each studied resource
- **Considerations may include, but are not limited to:**
 - Electric Interconnection:
 - Verification that the resource has the appropriate MISO Interconnection status as defined by the RFP scope
 - Study inclusion of any bidder-submitted transmission upgrades
 - Network Deliverability:
 - Verification that the resource will be eligible for designation as a network resource for EAL, and that the bidder has included associated costs in the proposal pricing
 - Determining Incremental upgrades to simultaneously meet all RFP requirements
 - Individual resources will be studied as part of this assessment, but reliability studies may be revisited if it is determined that multiple resources should be studied together

RFP Evaluation Process

Transmission Evaluation Team (TET)

- **Bidders will bear the responsibility for all upgrades and costs to secure full deliverability for the proposal resource:**
 - Bidders must confirm that the resource has ERIS and either NRIS or NITS.
 - If the resource has only ERIS or insufficient NRIS/NITS, Bidders must also provide a description of the transmission upgrades and costs included in their proposal to obtain NITS
 - Transmission upgrade costs identified by the TET will be considered Class 5 estimates
- **ESL Transmission Planning will evaluate transmission system upgrades and cost estimates associated with each proposed resource:**
 - NITS: Review the upgrades and cost estimates to obtain NITS.
 - Adherence to Entergy Local Planning Guidelines and Criteria and NERC TPL-001-5
 - Evaluation of bidder's long-term proposal for meeting transmission system reliability requirements
- **The TET may incorporate the following analysis to evaluate each proposal to ensure each proposal satisfies requirements stated above**
 - Steady state power flow analysis
 - Transient Stability analysis
 - Short Circuit analysis
 - Deliverability analysis

Commercial Terms

Jaime Quigley

Commercial Terms Overview

- **Proposal must be for a facility that meets the Eligible Resource requirements¹**
 - Consist of an Eligible Technology (CCGT, CT, SU, etc.)
 - Achieved commercial operation as of the date of submission of the applicable proposal
 - Constitute a single integrated resource
 - Eligible as a “Capacity Resource” under the MISO Tariff
- **The proposed resource must have in effect a GIA**
 - Physically located in LRZ 8 (Acquisition) or LRZ 8, LRZ 9, or LRZ 10 (Other Structures)
- **Seller will be required to post and maintain a letter of credit meeting the requirements of the RFP (see “Appendix E” for more details).**

1. EAL provides a list of certain threshold requirements and Seller responsibilities in Sections 2.5 (Threshold Requirements) and 2.6.3 (Scope of Responsibility) respectively of the Main Body of the RFP

Key Commercial Requirements

	Acquisition ¹	Stand Along Capacity Credit Transaction
Pricing	Expressed as a single fixed payment for the proposed Acquisition	<p>Each Capacity Credit for a given Season will have an associated fixed price expressed in \$/kW-month</p> <p>An adjustment will be made to the price paid for a Capacity Credit sold under a Capacity Credit Purchase Agreement if:</p> <ul style="list-style-type: none"> • Such Capacity Credit is sourced from a MISO Planning Resource not located within MISO LRZ 8 and • has a MISO auction clearing price less than the MISO auction clearing price for a Capacity Credit sourced from a MISO Planning Resource located within LRZ 8 equal to the difference between such MISO auction clearing prices for each affected Capacity Credit
Delivery	The closing of the Acquisition must be on or before November 30, 2026	<p>Seller required to transfer the Contract Quantity by March 5th of each contracted Planning Year or an earlier MISO deadline if applicable.</p> <ul style="list-style-type: none"> • Any Capacity Credit sold to EAL for a particular Season that limits or restricts EAL's ability to obtain the full benefit of such Capacity Credit for MISO resource adequacy purposes will be deemed not to have been delivered to EAL and Seller will not be entitled to payment from EAL for such Capacity Credit

1. Joint ownership proposals will be considered, although EAL maintains a preference for entire generating facilities or increments of a facility in whole integrated generating units with independent operations

Key Commercial Requirements - PPA/Toll

<p>Pricing</p>	<ul style="list-style-type: none"> • Energy price: Guaranteed heat rate multiplied by the applicable gas daily index <ul style="list-style-type: none"> • Expressed in \$/MWh • Capacity rate (if proposed): Fixed or escalated annually (CPI or PPI) • Expressed in \$/kW-year (if annual) or \$/kW-month (if seasonal). • Variable O&M rate (if proposed): Fixed or escalated annually (CPI or PPI) <ul style="list-style-type: none"> • Expressed in \$/MWh (if PPA) or \$/completed start (if Toll). • Start charge (if proposed): Fixed or escalated annually (CPI or PPI) <ul style="list-style-type: none"> • Expressed in \$/completed start. • Start fuel charge (if proposed): the product of the start fuel amount (MMBtu/completed start) and the applicable gas price (\$/MMBtu). <p>Pricing must reflect an “all-in” energy contract price (including all related fees and expenses)</p> <p>For Toll Agreements, a guaranteed heat rate curve with points along the curve which are required to correspond to the actual and projected heat rates of the resource</p>												
<p>Delivery</p>	<p>Sellers required to make available Contract Capacity per the timing described in Section 2.1 of the Main Body and to deliver Contract Energy at the Physical Delivery Point</p> <table border="1" data-bbox="619 848 2440 1019"> <thead> <tr> <th></th> <th>CCGT</th> <th>CT</th> <th>SU</th> </tr> </thead> <tbody> <tr> <td>Availability Requirement (Summer/Winter)</td> <td>98%</td> <td>99%</td> <td>95%</td> </tr> <tr> <td>Availability Requirement (Spring/Fall)</td> <td>96%</td> <td>99%</td> <td>95%</td> </tr> </tbody> </table> <p><i>If delivery term is ≥ 1 year, a rolling 12-month availability requirement (85% CCCT & SU; 90% CT) will apply.</i></p>		CCGT	CT	SU	Availability Requirement (Summer/Winter)	98%	99%	95%	Availability Requirement (Spring/Fall)	96%	99%	95%
	CCGT	CT	SU										
Availability Requirement (Summer/Winter)	98%	99%	95%										
Availability Requirement (Spring/Fall)	96%	99%	95%										
<p>Scheduling and Dispatch</p>	<p>The scheduling and dispatch rights under a PPA or Toll will be substantially equivalent to those that EAL would have if EAL owned the physical Capacity being purchased</p>												
<p>Liability Transfer</p>	<p>The PPA/Toll may not result in the recognition of long-term liabilities to EAL’s balance sheet</p>												
<p>Cost Recovery</p>	<p>Sellers will be required to absorb Cost Recovery Risks as provided in Section 2.7 of the Main Body</p>												

Viability Assessment

Jamie Quigley

RFP Evaluation Process

Viability Assessment Team

- The Viability Assessment Team will perform a review and assessment of the non-price attributes of the proposals
- The review will be based information provided by bidders in response to the RFP and will include the due diligence questionnaires, proposal summary, and clarifying questions.

Phase I

Phase I will consist of a minimum requirements review for each proposal and an equivalent standard validation across all proposals.

Phase II

Phase II will assess individual projects on the risks associated with key aspects, including but not limited to:

- Technological Specifications
- Bidder Experience
- Site Environmental Conditions
- Real Estate Terms/Requirements
- Project Schedule
- Commercial Terms

Viability Assessment – Phase I

Viability Assessment Phase I – The VAT will conduct an initial assessment to verify that each proposal is conforming to the terms of the RFP

- Phase I Assessment will include a review of each proposal to confirm that all requested information has been provided as listed in Section 3.4 of the Main Body, including:
 - Redline of the applicable term sheet or model agreement
 - Special exceptions list (if applicable)
 - Completed Proposal Submission Template
 - Applicable Due Diligence Questionnaire
 - Proposal Submission Agreement signed by an officer
 - Completed Viability Self-Assessment
 - Executed Form of Credit Certification
 - Executed Form or Accounting Certification (PPA/Toll)
- A standard validation will be performed on all proposals to identify any fatal flaws and confirm the proposals submitted conform to RFP requirements, including all Threshold Requirements outlined in Section 2.5 of the Main Body, Credit Support Requirements outlined in Appendix E, and any additional requirements noted in the Viability Self-Assessment or RFP.

Viability Assessment – Phase II

Viability Assessment Phase II – The VAT will provide a viability rating and qualitative assessment of each proposal

- The VAT Assessment Phase II will include a detailed review of each remaining proposal to assess the risk of key aspects of individual projects in a pre-defined scorecard, leading to a viability rating for each proposal
- The Phase II review of includes, but not limited to, the following:
 - Resource capabilities
 - Environmental compliance risks
 - Safety concerns
 - Proposed commercial terms (including redlines and special exceptions to model agreements and term sheets)
 - Resource deliverability
 - Regulatory considerations
 - Potential price variability
 - Fuel and transportation agreements/availability

Accounting Evaluation

David Batten

RFP Evaluation Process

Accounting Evaluation Team

- Review each proposal to determine the accounting treatment and impact. The accounting review specifically addresses, but is not limited to, the following areas
 - Lease accounting guidance
 - Variable Interest Entity (VIE) guidance
 - Derivative guidance

As specified in the RFP, EAL will not accept the risk that any long-term liability will or may be recognized on its books (or any of its affiliates) in connection with any PPA or tolling agreement entered into pursuant to the RFP, whether the long-term liability is due to lease accounting, the accounting for a VIE or derivatives, or any other applicable accounting standard or requirement

Credit Evaluation

Laura Hamner

RFP Evaluation Process

Credit Evaluation Team

- ❖ **The Credit Evaluation Team (CET) will evaluate Bidder's credit and other credit-related matters**

- ❖ **The Credit RFP requirements include:**
 - Financial statements and Public credit ratings, if any, for Bidder must be provided during bidder proposal submission
 - Forms of acceptable liquid credit support: letters of credit or cash
 - Required liquid credit support amounts at the various milestones are defined in the credit appendix to the RFP (see Appendix E)
 - Special exceptions to core credit terms are not permitted
 - Bidder must submit with its proposal(s) a credit compliance certification acknowledging its familiarity with the terms of the credit appendix and certifying that the terms of the proposal(s) (including proposal pricing) reflect and comply with credit appendix requirements

Credit Evaluation Team

- ❖ The CET will assign a Bidder credit rating for all proposals, based on, among other things:
 - S&P and Moody's ratings
 - 10K / 10Q / 8K evaluation
 - If SEC reports unavailable, two years of audited financial statements provided by Bidder
 - Financial statements include balance sheet, income statement, cash flow statement, notes to the financials, and the auditor's opinion
 - If financial information is consolidated with other entities, all data related solely to the offering entity will be extracted and submitted as separate documents by Bidder
 - Credit-related diligence materials provided by Bidder

Safeguards & IM Overview

Samuel DeBose

Process Safeguards

Code of Conduct, Protocols, Design, Stakeholder Participation

Code of Conduct

- All employees of ESL, any Entergy Operating Company, or any Entergy Competitive Affiliate must adhere to the applicable Affiliate Rules and Codes of Conduct
- Links are provided on the 2024 EAL EREC RFP website

Additional Protocols

- Each 2024 EAL EREC RFP Proposal Evaluation Team consists of designated personnel
 - Team composition is overseen by the IM
- ESL personnel involved with the 2024 EAL EREC RFP evaluation process will adhere to the provisions of a confidentiality acknowledgement that governs access to, and use of information contained in proposals and proposal related documents
- Additional protocols will be specified in the 2024 EAL EREC RFP

RFP Process Design and Implementation

- RFP process has been designed to assure fair and impartial treatment of all Bidders

Stakeholder Participation

- The RFP is posted on ESL's public 2024 EAL EREC RFP website and is publicized to encourage robust market participation
- Bidders Conference
- Potential Bidders will be provided opportunities to ask questions about the RFP and seek clarification on the RFP process

2024 EAL EREC RFP Overview

Independent Monitor Introduction



- **Selected by Entergy**
- **Extensive Experience as Independent Engineer (IE) and Independent Monitor (IM)**
- **Over 135 Solicitations**
- **Served as IE or IM for Conventional and Renewable Energy Procurements for Utilities from 26 States**
 - **Most Sophisticated Online Bidding Platform (not used for this RFP)**

2024 EAL EREC RFP Overview

Independent Monitor Scope of Work

The Independent Monitor will assist in the design, implementation, and regulatory review of the solicitation, evaluation, selection process of the RFP and will serve as an independent contact for Bidders. The Independent Monitor will also ensure that the RFP is not designed to advantage any bid and that information is made available to all Bidders at the same time.

The responsibilities and activities associated with the Independent Monitor's role will include oversight, review, and monitoring of the following:

- Overall design of the RFP
- Proposal solicitation process
- Proposal evaluation process
- Proposal selection process
- Regulatory review
- Draft RFP Documents
- Communications
- Standard of Conduct

Q&A Session

EAL requests that Bidders submit all questions to the Bid Event Coordinator at EALRFP@entergy.com



Restricted Use Legend and Disclaimer: The distribution of this material is limited to members of the Entergy management and their designees. The information included herein is prepared solely for internal use. It may include information based on assumptions and hypothetical scenarios not representative of current business plans. These hypothetical scenarios do not represent any or all current or future Entergy business plans but are merely estimates, projections, and discussion points. As a result, actual outcomes may differ. This information may also include commercially sensitive proprietary information, legal advice from counsel, and/or other confidential non-public information not appropriate for general distribution.