

Contract between Niagara Mohawk Power Corporation d/b/a National Grid and Quanta Infrastructure Solutions Group, LLC for the
"New York CLCPA Phase 1 East Region" Project



Engineering, Procurement and Construction Contract

between

Niagara Mohawk Power Corporation, d/b/a National Grid

and

Quanta Infrastructure Solutions Group, LLC

For the

New York CLCPA Phase 1 East Region Project

(Inghams – Rotterdam)

July 31, 2023

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Contract between Niagara Mohawk Power Corporation d/b/a National Grid and Quanta Infrastructure Solutions Group, LLC for the
"New York CLCPA Phase 1 East Region" Project

COVER AGREEMENT

This Engineering, Procurement and Construction Contract (hereinafter referred to as "Agreement," as defined in Section 1.1 of the Terms and Conditions for Engineering, Procurement and Construction) is executed by Niagara Mohawk Power Corporation, d/b/a National Grid (hereinafter the "Company") a New York Corporation with offices at 300 Erie Blvd West, Syracuse, NY 13202 and Quanta Infrastructure Solutions Group, LLC (hereinafter "Contractor"), a Delaware limited liability company, having its principal place of business at 2707 North Loop West, Suite 500, Houston, TX 77008 and effective this 31st day of July, 2023.

ARTICLE 1 - CONTRACT DOCUMENTS

The Agreement consists of this Cover Agreement and each of the following exhibits and the appendices referred to therein, collectively referred to as the "Agreement" and also referred to as "Contract Documents."

- Exhibit A Form 0800 (Rev. May 19, 2021) Terms and Conditions for Engineering, Procurement and Construction, as revised ("Terms and Conditions")
- Exhibit A1 Limited Notice to Proceed
- Exhibit B Statement of Work
- Exhibit B1 Forms of Completion Certificates
- Exhibit C Technical Scope of Work
- Exhibit D Contract Pricing
- Exhibit D1 Milestone Payment Schedule
- Exhibit D2 Form of Contractor Guarantee
- Exhibit D3 Application for Payment
- Exhibit E Schedule Requirements
- Exhibit F Safety Requirements
- Exhibit G Environmental Guidance Procedures

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- Exhibit H Security Background Checks
- Exhibit I Supplier Code of Conduct
- Exhibit J NERC CIP Requirements
- Exhibit K Lien Waiver and Subordination Forms
- Exhibit L Key Subcontractors and Key Suppliers
- Exhibit M Non-Disclosure Agreement
- Exhibit N Rely Upon Documents
- Exhibit O Transportation regulations
- Exhibit P Diversity requirements

The provisions of this Agreement shall be construed as consistent rather than conflicting to the greatest extent possible. In the event of an irresolvable conflict, the following order of precedence shall govern:

- (i) This Cover Agreement
- (ii) Exhibit A – Terms and Conditions for Engineering, Procurement and Construction, as revised
- (iii) Change Orders
- (iv) Exhibit B – Statement of Work
- (v) Exhibit C – Technical Scope of Work
- (vi) Exhibit D – Contract Pricing
- (vii) All remaining Contract Documents

ARTICLE 2 – NON-DISCLOSURE/CONFIDENTIALITY

Notwithstanding any other provision of this Agreement, the Parties recognize that they will share certain confidential information with each other in connection with this Agreement. Accordingly, all such confidential information exchanged by the parties in connection with this Agreement is governed by the Non-Disclosure Agreement dated July 31, 2023 ("NDA"). If the NDA expires or is terminated, its application to the terms of this Agreement shall continue, notwithstanding any

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expiration or termination of such NDA.

ARTICLE 3 – SCOPE OF WORK

Contractor hereby agrees to provide all materials, Equipment, apparatus, tools, labor, services, and facilities necessary to perform the Project in accordance with all the Scope of Work set forth in Article 2 of the Terms and Conditions.

ARTICLE 4 – SCHEDULE

Any Work to be performed under this Agreement shall be commenced and completed in accordance with Article 4 of the Terms and Conditions and the Work Schedules delineated in Exhibit E (Schedule Requirements).

ARTICLE 5 – CONTRACT PRICE

The Contract Price for the Work shall be in accordance with Exhibit D (Contract Pricing).

ARTICLE 6 - NOTICES

Unless a different form of notice is required by the Terms and Conditions, all legal and contractual notices shall be given to the designated Party by email, registered mail, certified mail or express (overnight) delivery service, postage prepaid, to the intended Party at the following address or at such changed address as may from time to time be designated in a notice similarly delivered or mailed to:

Contractor:

Quanta Infrastructure Solutions Group, LLC

Attention: Jarrette, Peter
Address 2707 North Loop W. Svc. Rd.,
Suite 500, Houston, TX 77008
Email: peter.jarrette@quantaig.com
Phone: (346) 324-8342

Company:

Niagara Mohawk Power Corporation
d/b/a National Grid
Attention: Michael Quinn
Address 300 Erie Blvd West, Syracuse
NY 13202
Email: Michael.Quinn2@nationalgrid.com
Phone: (518).469.9144

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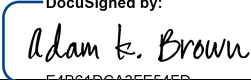
ARTICLE 6 - ENTIRE AGREEMENT

This Agreement constitutes the entire and integrated agreement between the Company and Contractor, with respect to the Work specified, and supersedes all prior negotiations, representations or agreements, either written or oral. No modification of any of the provisions of this Agreement shall be binding unless in writing and signed by a duly authorized representative of each party hereto.

IN WITNESS WHEREOF, each party hereto has caused this Agreement to be executed by its duly authorized representative on the day and year set forth below.

Contractor:

Quanta Infrastructure Solutions Group, LLC

DocuSigned by:

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Signature

Adam K. Brown

Name

President

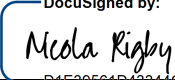
Title

July 31, 2023 | 11:47 PM BST

Date

Company:

Niagara Mohawk Power Corporation

DocuSigned by:

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Signature

Nicola Rigby

Name

VP US Procurement

Title

August 1, 2023 | 8:14 PM BST

Date

Exhibit D1 - CLCPA Phase 1 East Region Milestone Payment Schedule

Item No.	Work Phase	Schedule Item	Project Schedule Milestone	Incremental % of Contract Price	Cumulative % of Contract Price	Invoice Date	Milestone Payment	Cummulative Total
1	Contract	ML1000	Agreement Fully Executed	0.20%	0.20%	5/31/2023		
2	PMO	PRP.1070	Initial Project Management Plan Submitted and ROW Acquisition/Permitting	0.50%	0.70%	10/11/2023		
3	Engineering	30%.FD.1110	30% Engineering and Design Complete (All Segments) and Route Acquisition/Permitting	2.00%	2.70%	10/25/2023		
4	Field Studies	S/ROW.1550	Geotechnical/Field Exploration Complete and ROW Acquisition	2.00%	4.70%	10/11/2023		
5	Engineering	60%.FD.1050	60% Engineering and Design Complete (All Segments) and Route Acquisition/Permitting	2.00%	6.70%	2/8/2024		
6	Engineering	90%.FD.1050	90% Engineering and Design Complete (All Segments) and Route Acquisition/Permitting	2.00%	8.70%	5/24/2024		
7	Field Studies	S/ROW.2070	Route Survey Complete and ROW Acquisition	4.00%	12.70%	6/7/2024		
8	Engineering	IFC.1030	Issued for Construction Complete (All Segments) and Route Acquisition/Permitting	5.00%	17.70%	8/12/2024		
9	Procurement	CONS.7490	Procurement of Matting Complete, Initial	1.88%	19.58%	5/22/2026		
10	Access Construction	CONS.4430	Clearing and Access Install Complete Segment 6	1.00%	20.58%	8/18/2026		
11	Foundation Construction	CONS.2160	Foundation Install Complete Segment 6A	0.58%	21.16%	8/27/2026		
12	Foundation Construction	CONS.2140	Foundation/Drilling Initial Mobilization East	3.00%	24.16%	8/27/2026		
13	Foundation Construction	CONS.7220	Foundation Install Complete Segment 6B	0.58%	24.74%	9/17/2026		
14	Procurement	CONS.6140	Segment 6 Major Material Delivered to Laydown	5.00%	29.74%	9/1/2026		
15	Segment 6 Construction	CONS.2190	Structure Haul, Set, Transfer Segment 6A	5.06%	34.80%	12/4/2026		
16	Segment 6 Demolition	CONS.2180	Structure Tower Demolition Segment 6A	0.07%	34.87%	10/16/2026		
17	Segment 6 Construction	CONS.5270	Conductor/OPGW Install Segment 6A	0.82%	35.68%	12/16/2026		
18	Segment 6 Construction	CONS.7180	Conductor/OPGW Install Segment 6B	0.82%	36.50%	1/20/2027		
19	Segment 6 Construction	CONS.7150	Structure Haul, Set, Transfer Segment 6B	0.54%	37.04%	1/11/2027		
20	Segment 6 Demolition	CONS.7130	Conductor Demolition	0.24%	37.28%	1/7/2027		
21	Foundation Construction	CONS.2580	Foundation Install Complete Segment 7	1.37%	38.66%	2/17/2027		
22	Procurement	CONS.6500	Segment 7 Major Material Delivered to Laydown	4.00%	42.66%	2/26/2027		
23	Segment 7 Demolition	CONS.2590	Conductor Demolition	0.29%	42.94%	2/10/2027		
24	Segment 7 Demolition	CONS.2600	Structure Tower Demolition	0.11%	43.05%	2/26/2027		
25	Access Construction	CONS.4520	Clearing and Access Install Complete Segment 8	1.00%	44.05%	4/27/2027		
26	Segment 7 Construction	CONS.2610	Structure Haul, Set, Transfer	0.93%	44.98%	4/2/2027		
27	Foundation Construction	CONS.3000	Foundation Install Complete Segment 8	0.50%	45.48%	5/6/2027		
28	Procurement	CONS.6680	Segment 8 Major Material Delivered to Laydown	3.00%	48.48%	5/26/2027		
29	Segment 7 Construction	CONS.2670	Conductor/OPGW Install	1.60%	50.08%	5/24/2027		
30	Segment 8 Demolition	CONS.3360	Conductor Demolition	0.05%	50.13%	5/26/2027		
31	Segment 8 Demolition	CONS.3010	Structure Tower Demolition	0.05%	50.18%	5/28/2027		
32	Access Construction	CONS.4550	Clearing and Access Install Complete Segment 9	1.00%	51.18%	6/29/2027		
33	Segment 8 Construction	CONS.3030	Conductor/OPGW Install	0.32%	51.51%	6/16/2027		
34	Segment 8 Construction	CONS.3020	Structure Haul, Set, Transfer	0.13%	51.63%	6/4/2027		
35	Segment 9 Demolition	CONS.3350	Conductor Demolition	0.65%	52.28%	6/25/2027		
36	Foundation Construction	CONS.2790	Foundation Install Complete Segment 9	0.75%	53.03%	7/8/2027		
37	Segment 9 Construction	CONS.2810	Structure Haul, Set, Transfer	0.47%	53.50%	7/29/2027		
38	Segment 9 Demolition	CONS.2800	Structure Tower Demolition	0.17%	53.67%	7/7/2027		
39	Foundation Construction	CONS.1110	Foundation Install Complete Segment 1A	0.61%	54.28%	11/15/2027		
40	Procurement	CONS.5290	Segment 1 Major Material Delivered to Laydown	3.00%	57.28%	11/9/2027		
41	Segment 1 Demolition	A1270	Conductor Demolition Segment 1A	0.15%	57.43%	11/12/2027		
42	Segment 1 Construction	A1300	Structure Haul, Set, Transfer 1A	0.38%	57.81%	12/4/2027		
43	Segment 9 Construction	CONS.2880	Conductor/OPGW Install	0.65%	58.46%	9/2/2027		
44	Segment 1 Construction	A1310	Conductor/OPGW Install Segment 1A	1.28%	59.74%	1/3/2028		
45	Segment 4 Demolition	A1940	Conductor Demolition Segment 4A	0.19%	59.93%	11/28/2027		
46	Procurement	CONS.5420	Segment 4 Major Material Delivered to Laydown	3.00%	62.93%	12/21/2027		
47	Foundation Construction	CONS.7110	Foundation Install Complete Segment 1B	0.61%	63.54%	4/14/2028		
48	Foundation Construction	CONS.1530	Foundation Install Complete Segment 4	1.16%	64.70%	12/9/2027		
49	Segment 4 Construction	A1950	Structure Haul, Set, Transfer Segment 4A	0.46%	65.16%	1/17/2028		
50	Access Construction	CONS.4490	Clearing and Access Install Complete Segment 7	1.00%	66.16%	2/8/2027		
51	Segment 1 Demolition	A1340	Conductor Demolition Segment 1B	0.15%	66.31%	3/23/2028		
52	Segment 4 Construction	A1960	Conductor/OPGW Install Segment 4A	1.05%	67.36%	3/11/2028		
53	Segment 1 Demolition	A1370	Structure Tower Demolition	0.31%	67.66%	4/15/2028		
54	Access Construction	CONS.4310	Clearing and Access Install Complete Segment 2	1.00%	68.66%	5/31/2028		
55	Segment 1 Construction	A1350	Structure Haul, Set, Transfer 1B	0.38%	69.04%	5/16/2028		
56	Foundation Construction	CONS.1320	Foundation Install Complete Segment 2	1.01%	70.05%	6/9/2028		
57	Procurement	CONS.5810	Segment 2 Major Material Delivered to Laydown	3.00%	73.05%	6/19/2028		
58	Procurement	CONS.6860	Segment 9 Major Material Delivered to Laydown	3.00%	76.05%	6/25/2027		
59	Segment 1 Construction	A1360	Conductor/OPGW Install Segment 1B	1.28%	77.33%	6/17/2028		

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Item No.	Work Phase	Schedule Item	Project Schedule Milestone	Incremental % of Contract Price	Cumulative % of Contract Price	Invoice Date	Milestone Payment	Cummulative Total
60	Segment 2 Demolition	A1420	Conductor Demolition Segment 2A	0.23%	77.56%	6/24/2028		
61	Segment 2 Construction	A1440	Structure Haul, Set, Transfer 2A	0.62%	78.18%	7/16/2028		
62	Segment 2 Demolition	A1430	Structure Tower Demolition 2A	0.38%	78.56%	7/2/2028		
63	Segment 2 Construction	A1450	Conductor/OPGW Install 2A	0.72%	79.29%	8/5/2028		
64	Segment 4 Construction	A2000	Conductor/OPGW Install Segment 4B	1.02%	80.31%	8/30/2028		
65	Segment 4 Construction	A1990	Structure Haul, Set, Transfer Segment 4B	0.46%	80.77%	8/18/2028		
66	Segment 4 Demolition	A1980	Conductor Demolition Segment 4B	0.19%	80.96%	8/10/2028		
67	Access Construction	CONS.1060	Clearing and Access Install Complete Segment 1	1.00%	81.96%	3/23/2028		
68	Procurement	CONS.7400	Procurement of Matting, Final	4.88%	86.85%	10/27/2028		
69	Segment 4 Demolition	A2020	Conductor Demolition Segment 4C	0.19%	87.04%	9/10/2028		
70	Access Construction	CONS.4050	Clearing and Access Install Complete Segment 4	1.00%	88.04%	10/31/2028		
71	Access Construction	CONS.4400	Clearing and Access Install Complete Segment 5	1.00%	89.04%	10/18/2028		
72	Foundation Construction	CONS.1740	Foundation Install Complete Segment 5	1.37%	90.40%	10/27/2028		
73	Segment 4 Construction	A2040	Conductor/OPGW Install Segment 4C	1.02%	91.43%	10/24/2028		
74	Segment 4 Construction	A2030	Structure Haul, Set, Transfer Segment 4C	0.46%	91.89%	10/1/2028		
75	Segment 5 Demolition	A1660	Conductor Demolition	0.34%	92.22%	10/28/2028		
76	Segment 5 Demolition	A1670	Structure Tower Demolition	0.02%	92.24%	11/7/2028		
77	Procurement	CONS.5960	Segment 5 Major Material Delivered to Laydown	1.00%	93.24%	12/8/2028		
78	Segment 2 Demolition	A1620	Conductor Demolition Segment 2B	0.10%	93.34%	12/23/2028		
79	Segment 2 Demolition	A1630	Structure Tower Demolition 2A	0.10%	93.44%	12/29/2028		
80	Segment 5 Construction	A1690	Conductor/OPGW Install Segment 5A	0.10%	93.54%	12/21/2028		
81	Segment 5 Construction	A1890	Conductor/OPGW Install Segment 5A	0.10%	93.64%	9/24/2029		
82	Segment 5 Construction	A1720	Structure Haul, Set, Transfer	0.10%	93.74%	1/14/2029		
83	Segment 5 Demolition	A1700	Conductor Demolition	0.11%	93.85%	1/4/2029		
84	Segment 5 Demolition	A1710	Structure Tower Demolition	0.01%	93.86%	1/11/2029		
85	Access Construction	CONS.4460	Clearing and Access Install Complete Segment 3	1.00%	94.86%	2/28/2029		
86	Segment 2 Construction	A1650	Conductor/OPGW Install 2B	0.72%	95.59%	2/21/2029		
87	Segment 2 Construction	A1640	Structure Haul, Set, Transfer 2B	0.62%	96.21%	2/6/2029		
88	Segment 5 Demolition	A1740	Conductor Demolition	0.11%	96.32%	2/2/2029		
89	Foundation Construction	CONS.2370	Foundation Install Complete Segment 3	0.93%	97.25%	3/9/2029		
90	Segment 3 Demolition	A1780	Conductor Demolition 3A	0.10%	97.35%	3/17/2029		
91	Segment 5 Demolition	A1750	Structure Tower Demolition	0.01%	97.36%	3/25/2029		
92	Procurement	CONS.6320	Segment 3 Major Material Delivered to Laydown	1.00%	98.36%	4/6/2029		
93	Segment 3 Construction	A1800	Structure Haul, Set, Transfer 3A	0.10%	98.46%	4/24/2029		
94	Segment 3 Demolition	A1790	Structure Tower Demolition 3A	0.10%	98.56%	4/6/2029		
95	Segment 5 Construction	A1770	Conductor/OPGW InstallSegment 5B	0.10%	98.66%	4/29/2029		
96	Segment 5 Construction	A1760	Structure Haul, Set, Transfer	0.10%	98.76%	4/8/2029		
97	Segment 3 Construction	A1810	Conductor/OPGW Install 3A	0.10%	98.86%	5/14/2029		
98	Segment 3 Demolition	A1820	Conductor Demolition 3B	0.10%	98.96%	5/19/2029		
99	Segment 3 Demolition	A1830	Structure Tower Demolition 3B	0.10%	99.06%	5/30/2029		
100	Segment 3 Construction	A1850	Conductor/OPGW Install 3B	0.10%	99.16%	6/30/2029		
101	Segment 3 Construction	A1840	Structure Haul, Set, Transfer 3B	0.10%	99.26%	6/16/2029		
102	Segment 5 Demolition	A1860	Conductor Demolition	0.11%	99.37%	7/11/2029		
103	Segment 5 Construction	A1880	Structure Haul, Set, Transfer	0.02%	99.39%	8/18/2029		
104	Segment 5 Demolition	A1870	Structure Tower Demolition	0.01%	99.40%	8/4/2029		
105	Segment 4 Demolition	A2050	Structure Tower Demolition Segment 4C	0.10%	99.50%	9/18/2028		
106	Segment 3 Demolition	A1900	Conductor Demolition 3C	0.10%	99.60%	10/4/2029		
107	Segment 3 Demolition	A1910	Structure Tower Demolition 3C	0.10%	99.70%	10/16/2029		
108	Segment 3 Construction	A1920	Structure Haul, Set, Transfer 3C	0.10%	99.80%	11/5/2029		
109	Engineering, Procurement and Construction	ML1850	Closeout and Overall Project Substantial Completion	0.10%	99.90%	12/3/2029		
110	Segment 3 Construction	A1930	Conductor/OPGW Install 3C	0.10%	100.00%	12/3/2029		

100.00%

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