## ESD Conduit Financing Fee Schedule *

<table>
<thead>
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<th>Item</th>
<th>Terms</th>
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| Conduit debt issuance fee | 50 b.p. on the first $250 million  
30 b.p. on the next $750 million  
15 b.p. on the remaining balance |
| Annual administrative fee (where applicable) | Based on principal amount outstanding:  
6 b.p. on the first $250 million  
4 b.p. on the next $750 million  
2 b.p. on the remaining balance  
If the deal size exceeds $1.5 billion, then the fee on the amount outstanding is all at 2.5 b.p.  
The borrower has the option of choosing a flat fee paid each year, the sum of which would equal the sum of the above calculated fees. |
| Other costs of issuance, e.g.:  
- Bond counsel and disclosure counsel  
- Rating agencies  
- Trustee  
- Financial printer (including electronic posting)  
- Financial advisor (if one is utilized)  
- All others as necessary | Paid out of bond proceeds or by developer (i.e., not out of the Corporation’s fees); an imprest account may be required. |
| Selection of lead underwriter | Selected by the project developer from the Corporation’s approved list |
| Selection of bond counsel and disclosure counsel | Selected by the Corporation from its approved list |
| MWBE participation | Consistent with the Governor’s goal to expand minority and women-owned business enterprise participation in state contracting, the Corporation seeks MBWE participation in connection with bond issuances (including counsel and underwriters) |

*Note: The above terms are an indication of fees that may be charged. Actual fees could vary depending on the structure of a particular transaction.*