

**WHEN RECORDED RETURN TO:**

EDP Renewables North America LLC  
Attn: Chief Legal Officer  
P.O. Box 3827  
Houston, Texas 77253

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**MEMORANDUM OF OPTION AGREEMENT**

THIS MEMORANDUM OF OPTION AGREEMENT (this "Memorandum") is made and entered into as of May 14, 2024 (the "Effective Date") by and between Lindsey J. Winthrop, as Trustee of the Winthrop Family Trust dated January 13, 2023, having an address at 2075 Calhoun Street, Klamath Falls, Oregon 97601 (the "Optionor") and EDP Renewables North America LLC, a Delaware limited liability company, having a mailing address at P.O. Box 3827, Houston, Texas 77253 ("Optionee").

**RECITALS**

A. Optionor is the owner of certain real property in Klamath County, Oregon, more particularly described on Exhibit A attached hereto and made a part hereof (the "Land"). The Land less that certain portion of the Land shown as the "Exclusion Area" on Exhibit A-1 attached hereto (the "Exclusion Area") shall be the "Property", totaling approximately eighty and eighty-six one-hundredths (80.86) acres.

B. Optionee desires to acquire the right (but not the obligation) to lease the Property, and Optionor desire to grant such option to Optionee. To that end, Optionee and Optionor have entered in an unrecorded Option Agreement contemporaneously herewith (the "Option Agreement") effective as the Effective Date.

C. Optionee and Optionor desire to execute this Memorandum to provide constructive notice of Optionee's rights under the Option Agreement to all third parties.

NOW, THEREFORE, for good and valuable consideration paid to Optionor, the receipt and sufficiency of which are hereby acknowledged, Optionor and Optionee hereby agree as follows:

1. Grant. Optionor hereby irrevocably and unconditionally grants, bargains, sells and conveys to Optionee the exclusive right and option (the "Option") to lease all or a portion of the

property described on Exhibit A attached hereto and made a part hereof (the "Property") upon and in accordance with the terms and conditions of the Option Agreement.

2. Option Term. The term of the Option and the Option Agreement shall commence on the Effective Date and shall continue for seven (7) years, expiring on the seventh anniversary of the Effective Date, unless earlier terminated in accordance with the terms of the Option Agreement.

3. Other Provisions. The Option Agreement also contains various other covenants, obligations and rights of Optionee and Optionor, including, without limitation (i) the terms and conditions of the Lease, (ii) the encumbrance, assignment or subletting of the rights of Optionee under the Option Agreement and the Property and (iii) provisions relating to consideration for the Option.

4. Purpose of this Memorandum. The conditions, terms and covenants of the Option Agreement are incorporated herein by reference as though fully set forth herein. This Memorandum does not supersede, modify, amend or otherwise change, and shall not be used in interpreting, the terms, conditions or covenants of the Option Agreement. In the event of any conflict between this Memorandum and the Option Agreement, the Option Agreement shall control.

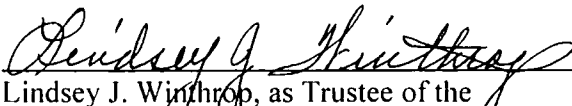
5. Counterparts. This Memorandum may be executed with counterpart signature pages and in duplicate originals, each of which shall be deemed an original, and all of which together shall constitute a single instrument.

6. Successors and Assigns. The Property shall be held, conveyed, assigned, hypothecated, encumbered, leased, used and occupied subject to this Memorandum and the Option Agreement and the covenants, terms and provisions set forth herein and therein, which covenants, terms and provisions shall run with the Property and each portion thereof and interest therein, and shall be binding upon and inure to the benefit of Optionor and Optionee and any other person and entity having any interest therein during their ownership thereof, and their respective grantees, heirs, executors, administrators, successors and assigns, and all persons claiming under them.

**[SIGNATURES TO FOLLOW ON NEXT PAGE]**

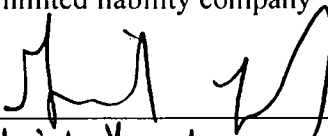
IN WITNESS WHEREOF, the Parties have executed this Memorandum as of the Effective Date.

OPTIONOR:

  
Lindsey J. Winthrop, as Trustee of the  
Winthrop Family Trust dated January 13, 2023

OPTIONEE:

EDP Renewables North America LLC,  
a Delaware limited liability company

By:   
Name: Gabriel Yamal  
Title: Director of Development  
Western Region and Mexico

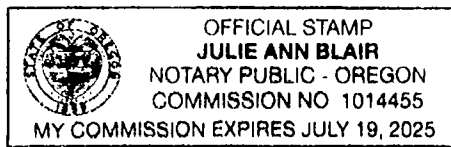
OPTIONOR'S ACKNOWLEDGMENT

STATE OF Oregon )  
 )ss.  
COUNTY OF Klamath )

On the 6<sup>th</sup> day of May, 2024, personally appeared before me, a notary public, Lindsey J. Winthrop, as Trustee of the Winthrop Family Trust dated January 13, 2023, personally known (or proved) to me to be the person whose name is subscribed to the above instrument, who acknowledged that he/she executed the instrument.

Julie Ann Blair  
Notary Public

(Notary Seal)



OPTIONEE'S ACKNOWLEDGMENT

STATE OF Texas )  
 )ss.  
COUNTY OF Harris )

On the 14 day of May, 2024 personally appeared before me, a notary public, Gabriel Yamael, Director of Development of EDP Renewables North America LLC, personally known (or proved) to me to be the person whose name is subscribed to the above instrument, who acknowledged that he/she executed the instrument.



Notary Public

(Notary Seal)

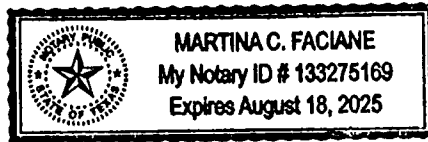


Exhibit A to Memorandum of Lease Option Agreement

**Description of Land**

THE FOLLOWING REAL PROPERTY CONTAINS APPROXIMATELY 121.30 ACRES OF LAND LOCATED IN THE COUNTY OF KLAMATH, STATE OF OREGON AND IS MORE PARTICULARLY DESCRIBED AS FOLLOWS:

**Unsurveyed Parcel 2 of Land Partition 12-20, being a replat of Parcel 2 of Land Partition 32-90 as amended by Property Line Adjustment 7-07, situate in the Northeast 1/4 and the Southeast 1/4 of Section 20, Township 39 South, Range 9 East of the Willamette Meridian, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon, filed October 28, 2020 in 2020-013972 records of Klamath County.**

PIN: 3909-02000-02400

Exhibit A-1 to Memorandum of Lease Option Agreement

**Depiction of Land**

