

# O'HANLON, McCOLLOM & DEMERATH

ATTORNEYS AND COUNSELORS AT LAW

808 WEST AVENUE  
AUSTIN, TEXAS 78701  
TELEPHONE: (512) 494-9949  
FACSIMILE: (512) 494-9919

**KEVIN O'HANLON**  
CERTIFIED, CIVIL APPELLATE  
CERTIFIED, CIVIL TRIAL

**LESLIE McCOLLOM**  
CERTIFIED, CIVIL APPELLATE  
CERTIFIED, LABOR AND EMPLOYMENT  
TEXAS BOARD OF LEGAL SPECIALIZATION

**JUSTIN DEMERATH**

February 28, 2014

Local Government Assistance & Economic Analysis  
Texas Comptroller of Public Accounts  
P.O. Box 13528  
Austin, Texas 78711-3528

RE: Application to the Brazosport Independent School District from BASF Corporation  
**(First Qualifying Year 2015)**

To the Local Government Assistance & Economic Analysis Division:

By copy of this letter transmitting the application for review to the Comptroller's Office, the Brazosport Independent School District is notifying BASF Corporation of its intent to consider the application for appraised value limitation on qualified property should a positive certificate be issued by the Comptroller. The Applicant has used the form of the application posted on the Comptroller's Texas Ahead website. Since the application was submitted, new versions of the schedules were posted in excel format. The company has provided the schedules in electronic format to match the slightly modified version of the PDF that were initially submitted.

The Applicant submitted the Application to the school district on February 6, 2013. The Board voted to accept the application on February 11, 2013. The application has been determined complete as of February 28, 2013. Please prepare the economic impact report.

The Applicant has requested Tab 11 of the Application be kept confidential. In accordance with 34 TAC 9.1053, the information that is the subject of this request is segregated from the supplemental materials submitted contemporaneously with this application, that is, the proprietary commercial information regarding the specific location of the possible project. The confidential materials are being submitted separately to protect against unintended disclosure. The public release of this information would reveal information which the company considers to be a trade secret. Furthermore, the public production of this information would cause the company to suffer substantial competitive harm and weaken its position in competitive siting decisions.

Letter to Local Government Assistance & Economic Analysis Division

February 28, 2014

Page 2 of 2

The school district has determined that the wage information included in the application represents the most recent wage data available at the time of the application.

A copy of the application will be submitted to the Brazoria County Appraisal District.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kevin O'Hanlon', with a stylized flourish at the end.

Kevin O'Hanlon  
School District Consultant

Cc: Brazoria County Appraisal District

BASF Corporation



The Chemical Company

February 11, 2014

**Note:** HAND DELIVERED

Brazosport Independent School District  
Attn: Dr. Karin Holacka, Superintendent  
301 W. Brazoswood Dr., Clute, TX 77531  
P.O. Drawer Z  
Freeport, TX 77542

**Application for Appraised Value Limitation on Qualified Property (Form 50-296A)**

Dear Dr. Holacka and BISD Board of Trustees:

Enclosed please find a copy of the referenced application along with a check in the amount of \$75,000 for the application fee. If you should have any questions, please feel free to contact me at 979-415-6111.

Respectfully yours,

A handwritten signature in blue ink that reads "Christopher P. Witte".

Christopher P. Witte  
Sr. Vice President - Freeport Site  
BASF Corporation  
Enclosures

TAB 01

Application



# Application for Appraised Value Limitation on Qualified Property **Form 50-296A**

(Tax Code, Chapter 313, Subchapter B or C) (Revised January 2014)

**INSTRUCTIONS:** This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
  - the date on which the school district received the application;
  - the date the school district determined that the application was complete;
  - the date the school board decided to consider the application; and
  - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 11 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, make a recommendation to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application before the 151st day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to complete the recommendation, economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at [www.texasahead.org/tax\\_programs/chapter313/](http://www.texasahead.org/tax_programs/chapter313/). There are links on this Web page to the Chapter 313 statute, rules and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

## SECTION 1. SCHOOL DISTRICT INFORMATION

<b>1. Authorized School District Representative</b>		Date Application Received by District <span style="font-size: 1.5em; color: blue;">2/6/14</span>
First Name <b>Dr. Karin</b>	Last Name <b>Holacka</b>	
Title <b>Superintendent</b>		
School District Name <b>Brazosport Independent School District</b>		
Street Address <b>301 W Brazoswood Dr., Clute, TX 77531</b>		
Mailing Address <b>P.O. Drawer Z</b>		
City <b>Freeport</b>	State <b>Texas</b>	Z P <b>77542</b>
Phone Number <b>979-730-7000</b>	Fax Number <b>979-266-2486</b>	
Mobile Number (optional)	Email Address <b>kholacka@brazosportisd.net</b>	

2. Does the district authorize the consultant to provide and obtain information related to this application?  Yes  No

**SECTION 1. SCHOOL DISTRICT INFORMATION (CONTINUED)**

**3. Authorized School District Consultant (If Applicable)**

First Name <b>Kevin</b>	Last Name <b>O'Hanlon</b>
Title <b>Attorney</b>	
Firm Name <b>O'Hanlon, McCollom &amp; Demerath</b>	
Phone Number <b>512-494-9949</b>	Fax Number <b>512-494-9919</b>
Mobile Number (Optional)	Email Address <b>kohanlon@808west.com</b>

4. On what date did the district determine this application complete? ..... 2/21/14

5. Has the district determined that the electronic copy and hard copy are identical? .....  Yes  No (except for excel forms which changed slightly from original submission)

**SECTION 2. APPLICANT INFORMATION**

**1. Authorized Company Representative (Applicant)**

First Name <b>Christopher</b>	Last Name <b>Witte</b>	
Title <b>Sr. Vice President: Freeport Site Manager</b>	Organization <b>BASF Corporation</b>	
Street Address <b>602 Copper Road</b>		
Mailing Address <b>602 Copper Road</b>		
City <b>Freeport</b>	State <b>Texas</b>	Z P <b>77541</b>
Phone Number <b>979-415-6111</b>	Fax Number	
Mobile Number (optional)	Business Email Address <b>christopher.witte@basf.com</b>	

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? .....  Yes  No

2a. If yes, please fill out contact information for that person.

First Name	Last Name	
Title	Organization	
Street Address		
Mailing Address		
City	State	Z P
Phone Number	Fax Number	
Mobile Number (optional)	Email Address	

**SECTION 2. APPLICANT INFORMATION (CONTINUED)**

3. Does the applicant authorize the consultant to provide and obtain information related to this application?  Yes  No

4. Authorized Company Consultant (If Applicable)

First Name <b>Trey</b>	Last Name <b>Novosad</b>
Title <b>Principal</b>	
Firm Name <b>Popp Hutcheson PLLC</b>	
Phone Number <b>512-473-2661</b>	Fax Number <b>512-479-8013</b>
Business Email Address <b>trey.novosad@property-tax.com</b>	

**SECTION 3. FEES AND PAYMENTS**

1. Has an application fee been paid to the school district?  Yes  No

For the purpose of this question, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value. The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in Tab 2 proof of application fee paid to the school district.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code, 313.027(i)?  Yes  No  N/A

3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)?  Yes  No  N/A

**SECTION 4. BUSINESS APPLICANT INFORMATION**

1. What is the legal name of the applicant under which this application is made? **BASF Corporation**

2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 11610908094

3. List the NAICS code 325510

4. Is the applicant a party to any other pending or active Chapter 313 agreements?  Yes  No  
No. 2, Port Neches-Groves ISD (2002) No. 24, Brazosport ISD (2005) No. 237 Brazosport ISD (2012)

4a. If yes, please list application number, name of school district and year of agreement. No. 375 Beaumont ISD (Application Review)

**SECTION 5. APPLICANT BUSINESS STRUCTURE**

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) Corporation

2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code, Chapter 171.0001(7)?  Yes  No

2a. If yes, attach in Tab 3 a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.

3. Is the applicant current on all tax payments due to the State of Texas?  Yes  No

4. Are all applicant members of the combined group current on all tax payments due to the State of Texas?  N/A  Yes  No

5. If the answer to question 4 or 5 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in Tab 3)

**SECTION 6. ELIGIBILITY UNDER TAX CODE CHAPTER 313.024**

- 1. Are you an entity subject to the tax under Tax Code, Chapter 171?  Yes  No
- 2. The property will be used for one of the following activities:
  - (1) manufacturing  Yes  No
  - (2) research and development  Yes  No
  - (3) a clean coal project, as defined by Section 5.001, Water Code  Yes  No
  - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code  Yes  No
  - (5) renewable energy electric generation  Yes  No
  - (6) electric power generation using integrated gasification combined cycle technology  Yes  No
  - (7) nuclear electric power generation  Yes  No
  - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7)  Yes  No
  - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051  Yes  No
- 3. Are you requesting that any of the land be classified as qualified investment?  Yes  No
- 4. Will any of the proposed qualified investment be leased under a capitalized lease?  Yes  No
- 5. Will any of the proposed qualified investment be leased under an operating lease?  Yes  No
- 6. Are you including property that is owned by a person other than the applicant?  Yes  No
- 7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment?  Yes  No

**SECTION 7. PROJECT DESCRIPTION**

- 1. In Tab 4, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.
- 2. Check the project characteristics that apply to the proposed project:
  - Land has no existing improvements  Land has existing improvements (complete Section 13)
  - Expansion of existing operation on the land (complete Section 13)  Relocation within Texas

**SECTION 8. LIMITATION AS DETERMINING FACTOR**

- 1. Does the applicant currently own the land on which the proposed project will occur?  Yes  No
- 2. Has the applicant entered into any agreements or contracts for work to be performed related to the proposed project?  Yes  No
- 3. Does the applicant have current business activities at the location where the proposed project will occur?  Yes  No
- 4. Has the applicant made public statements in SEC filings or other official documents regarding its intentions regarding the proposed project location?  Yes  No
- 5. Has the applicant received any local or state permits for activities on the proposed project site?  Yes  No
- 6. Has the applicant received commitments for state or local incentives for activities at the proposed project site?  Yes  No
- 7. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas?  Yes  No
- 8. Has the applicant considered or is the applicant considering other locations not in Texas for the proposed project?  Yes  No
- 9. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities?  Yes  No
- 10. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project?  Yes  No

If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

**SECTION 9. PROJECTED TIMELINE**

- 1. Application approval by school board June 01, 2014
  - 2. Beginning of qualifying time period January 01, 2015
  - 3. First year of limitation January 01, 2017
  - 4. Begin hiring new employees January 15, 2016
  - 5. Commencement of commercial operations June 15, 2017
  - 6. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? .....  Yes  No
- Note:** Improvements made before that time may not be considered qualified property.
- 7. When do you anticipate the new buildings or improvements will be placed in service? June 15, 2017

**SECTION 10. THE PROPERTY**

- 1. Identify county or counties in which the proposed project will be located Brazoria County
- 2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Brazoria County Appraisal District
- 3. Will this CAD be acting on behalf of another CAD to appraise this property? .....  Yes  No
- 4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:  
County: Brazoria County and Road & Bridge, .49202 - 100% City: City of Freeport, .675586 - 100%  
(Name, tax rate and percent of project) (Name, tax rate and percent of project)  
Hospital District: \_\_\_\_\_ Water District: Velasco Drainage District, .100226 - 100%  
(Name, tax rate and percent of project) (Name, tax rate and percent of project)  
Other (describe): Brazosport College, .267309 - 100% Other (describe): Port Freeport, .045 - 100%  
(Name, tax rate and percent of project) (Name, tax rate and percent of project)
- 5. Is the project located entirely within the ISD listed in Section 1? .....  Yes  No
  - 5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
- 6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? .....  Yes  No
  - 6a. If yes, attach in **Tab 6** a completed form 50-ZZZ and supporting documentation from the Office of the Governor.

**SECTION 11. INVESTMENT**

**NOTE:** The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at [www.texasahead.org/tax\\_programs/chapter313/](http://www.texasahead.org/tax_programs/chapter313/).

1. At the time of application, what is the estimated minimum qualified investment required for this school district? . . . . . \$30,000,000
2. What is the amount of appraised value limitation for which you are applying? . . . . . \$30,000,000  
**Note:** The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? . . . . .  Yes  No
4. Attach a description of the qualified investment [See 313.021(1).] The description must include:
  - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 7);
  - b. a description of any new buildings, proposed improvements or personal property which you intend to include as part of your minimum qualified investment (Tab 7); and
  - c. a detailed map of the qualified investment showing location of new buildings or new improvements with vicinity map (Tab 11).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or 313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? . . . . .  Yes  No

**SECTION 12. QUALIFIED PROPERTY**

1. Attach a detailed description of the qualified property. [See 313.021(2)] (If qualified investment describes qualified property exactly you may skip items a, b and c below.) The description must include:
  - a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 8);
  - b. a description of any new buildings, proposed improvements or personal property which you intend to include as part of your qualified property (Tab 8); and
  - c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (Tab 11).
2. Is the land upon which the new building or new improvement will be built part of the qualified property described by §313.021(2)(A)? . . . . .  Yes  No
  - 2a. If yes, attach complete documentation including:
    - a. legal description of the land (Tab 9);
    - b. each existing appraisal parcel number of the land on which the improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (Tab 9);
    - c. owner (Tab 9);
    - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (Tab 9); and
    - e. a detailed map showing the location of the land with vicinity map (Tab 11).
3. Is the land on which you propose new construction or improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? . . . . .  Yes  No
  - 3a. If yes, attach the applicable supporting documentation:
    - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (Tab 16);
    - b. legal description of reinvestment zone (Tab 16);
    - c. order, resolution or ordinance establishing the reinvestment zone (Tab 16);
    - d. guidelines and criteria for creating the zone (Tab 16); and
    - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (Tab 11)
  - 3b. If no, submit proposed reinvestment zone or enterprise zone with boundaries encompassing the land on which you propose new construction or improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? . . . . . \_\_\_\_\_

**SECTION 13. EXISTING PROPERTY INFORMATION**

1. Is any of the existing property subject to a value limitation agreement under Tax Code 313? . . . . .  Yes  No

N/A

2. In **Tab 10**, attach a specific and detailed description of the tangible personal property, buildings, or permanent, nonremovable building components (including any affixed to or incorporated into real property) on the land to which the value limitation will not apply, sufficient to distinguish existing property from proposed qualified property. The description must provide sufficient detail to locate all existing property within the boundaries of the real property which is subject to the agreement. Attach the following:

- a. maps;
- b. surveys;
- c. appraisal district values and parcel numbers;
- d. inventory lists;
- e. property lists;
- f. model and serial numbers of existing property; or
- g. other information of sufficient detail and description.

2h. Include an appraisal value by the CAD of the tangible personal property, buildings, or permanent, nonremovable building on the qualified property to which the value limitation will not apply, dated within 15 days of the date the application is received by the district.

3. Calculate the value of property to which the value limitation will not apply by entering the following data:

Current market value of existing property at site as of most recent tax year (20____)	3a. Land _____
	Improvements _____
Total value of replacements, refurbishments or components of existing property	3b. _____
Total value of property that does not meet the definition of qualified property in TAC 9.105 (add 3a and 3b)	3c. _____

**SECTION 14. WAGE AND EMPLOYMENT INFORMATION**

- 1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? ..... -0-
  
- 2. What is the last complete calendar quarter before application review start date:  
 First Quarter       Second Quarter       Third Quarter       Fourth Quarter of 2013  
(year)
  
- 3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? ..... 1,905 (as of Q4 2013)

**Note:** For job definitions see TAC §9.1051(14) and Tax Code 313.021(3).

- 4. What is the number of new qualifying jobs you are committing to create? ..... 10
- 5. What is the number of non-qualifying jobs you are estimating you will create? ..... -0-
- 6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? .....  Yes  No
  - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
  
- 7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).

a. Average weekly wage for all jobs (all industries) in the county is .....	<u>\$1,075.25</u>
b. 110% of the average weekly wage for manufacturing jobs in the county is .....	<u>\$2,006.40</u>
c. 110% of the average weekly wage for manufacturing jobs in the region is .....	<u>\$1,170.17</u>

- 8. Which Tax Code section are you using to estimate the wage standard required for this project?  
 §313.021(5)(A) or  §313.021(5)(B)
  
- 9. What is the minimum required annual wage for each qualifying job based on the qualified property? ..... \$60,848.70
- 10. What is the annual wage you are committing to pay for each of the qualifying jobs you create on the qualified property? ..... \$61,000
  
- 11. Do the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? .....  Yes  No
- 12. Will any required qualifying jobs be operations, services or other related jobs created in connection with the project, including those employed by third parties under contract? .....  Yes  No
  - 12a. If yes, attach in **Tab 12** a completed form 50-ZZZ and documentation from the TWC, pursuant to §313.021(3)(F).
- 13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? .....  Yes  No
  - 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

**SECTION 15. ECONOMIC IMPACT**

- 1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
  
- 2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**.
  
- 3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS	
TAB	ATTACHMENT
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation (if applicable)
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, form 50-ZZZ and documentation from the Office of the Governor (if applicable)
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all existing improvements (if applicable)
11	<p>Maps that clearly show:</p> <ul style="list-style-type: none"> <li>a) Project vicinity</li> <li>b) Qualified investment including location of new buildings or new improvements</li> <li>c) Qualified property including location of new buildings or new improvements</li> <li>d) Existing property</li> <li>e) Land location within vicinity map</li> <li>f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size</li> </ul> <p><b>Note:</b> Electronic maps should be high resolution files. Include map legends/markers.</p>
12	Request for Waiver of Job Creation Requirement and supporting information (if applicable)
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact (if applicable)
15	Economic Impact Analysis, other payments made in the state or other economic information (if applicable)
16	<p>Description of Reinvestment or Enterprise Zone, including:</p> <ul style="list-style-type: none"> <li>a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office</li> <li>b) legal description of reinvestment zone*</li> <li>c) order, resolution or ordinance establishing the reinvestment zone*</li> <li>d) guidelines and criteria for creating the zone*</li> </ul> <p><b>* To be submitted with application or before date of final application approval by school board</b></p>
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative (applicant)

# TAB 02

## Proof of Payment of Application Fee

Proof of payment of filing fee received by the  
Comptroller of Public Accounts per TAC Rule  
§9.1054 (b)(5)

*(Page Inserted by Office of Texas Comptroller of Public  
Accounts)*

## TAB 03

Combined Group membership documentation



Comptroller of Public Accounts  
FORM 05-168  
(Rev. 9-11/14)

# Texas Franchise Tax Affiliate Schedule

TCODE 13253 Annual Franchise

■ Reporting entity taxpayer number										■ Report year				Reporting entity taxpayer name										
1	1	6	1	0	9	0	8	0	9	4	2	0	1	3	BASF CORPORATION									

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate BASF CORPORATION										■ 2. Affiliate taxpayer number (if none, use FEI number) 1 1 6 1 0 9 0 8 0 9 4										■ 3. Affiliate NAICS code 3 2 5 1 0 0									
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="radio"/>					■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2					■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0										■ 9. Gross receipts everywhere (before eliminations) 3 3 3 4 6 9 5 6 8 9 3 0 0																			
■ 10. Gross receipts in Texas (before eliminations) 2 4 2 5 8 0 9 7 7 9 0 0										■ 11. Cost of goods sold or compensation (before eliminations) 2 7 9 6 5 8 2 0 8 0 4 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate BASF CATALYSTS LLC										■ 2. Affiliate taxpayer number (if none, use FEI number) 2 2 1 5 8 6 0 0 2										■ 3. Affiliate NAICS code 3 2 5 1 0 0									
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="radio"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="radio"/>					■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2					■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0										■ 9. Gross receipts everywhere (before eliminations) 0 0 0																			
■ 10. Gross receipts in Texas (before eliminations) 0 0 0										■ 11. Cost of goods sold or compensation (before eliminations) 0 0 0																			

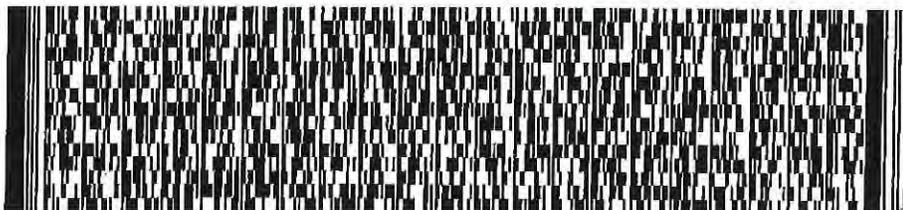
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate BASF PIPELINE HOLDINGS LLC										■ 2. Affiliate taxpayer number (if none, use FEI number) 5 8 1 5 4 7 7 2 4										■ 3. Affiliate NAICS code									
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="radio"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="radio"/>					■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2					■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0										■ 9. Gross receipts everywhere (before eliminations) 0 0 0																			
■ 10. Gross receipts in Texas (before eliminations) 0 0 0										■ 11. Cost of goods sold or compensation (before eliminations) 0 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------





Comptroller of Public Accounts  
FORM 05-166 (Rev. 9-11/4)

# Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate AUTOMOTIVE REFINISH TECHNOLOGIES LLC		2. Affiliate taxpayer number (if none, use FEI number) 3 8 3 0 9 8 9 3 3		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		9. Gross receipts everywhere (before eliminations) 0 0 0			
10. Gross receipts in Texas (before eliminations) 0 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0 0			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate BASF VERWALTUNG GMBH		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		9. Gross receipts everywhere (before eliminations) 0 0 0			
10. Gross receipts in Texas (before eliminations) 0 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0 0			

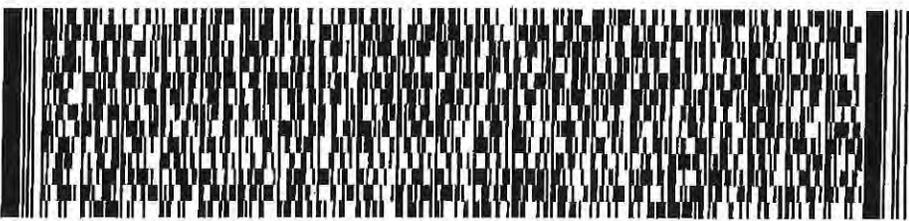
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate BASF CATALYSTS HOLDINGS LLC		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		9. Gross receipts everywhere (before eliminations) 0 0 0			
10. Gross receipts in Texas (before eliminations) 0 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0 0			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An Information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------





Comptroller of Public Accounts  
FORM 05-166 (Rev. 9-11/4)

# Texas Franchise Tax Affiliate Schedule

TCODE 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>BASF CATALYSTS DELAWARE LLC</b>		■ 2. Affiliate taxpayer number (if none, use FEI number) 5 1 0 3 4 4 0 5 5		■ 3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		■ 9. Gross receipts everywhere (before eliminations) 0 0 0			
■ 10. Gross receipts in Texas (before eliminations) 0 0 0		■ 11. Cost of goods sold or compensation (before eliminations) 0 0 0			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate <b>TRADEWINDS HOLDINGS LLC</b>		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		■ 9. Gross receipts everywhere (before eliminations) 0 0 0			
■ 10. Gross receipts in Texas (before eliminations) 0 0 0		■ 11. Cost of goods sold or compensation (before eliminations) 0 0 0			

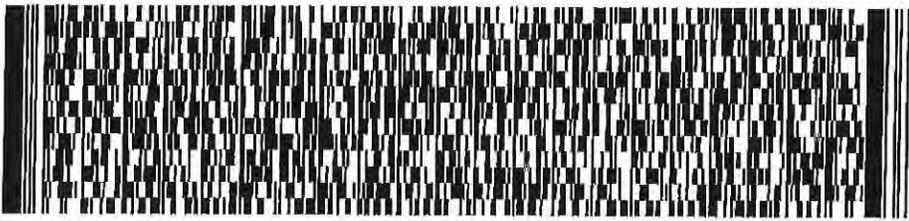
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate <b>BASF CANADA BV</b>		■ 2. Affiliate taxpayer number (if none, use FEI number) 9 8 0 5 6 5 0 5 6		■ 3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		■ 9. Gross receipts everywhere (before eliminations) 0 0 0			
■ 10. Gross receipts in Texas (before eliminations) 0 0 0		■ 11. Cost of goods sold or compensation (before eliminations) 0 0 0			

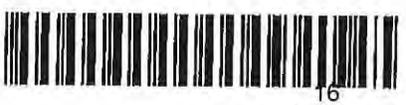
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An Information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

**Texas Comptroller Official Use Only**



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------





05-166  
(Rev. 9-11/14)

# Texas Franchise Tax Affiliate Schedule

TCODE 13253 Annual Franchise

Reporting entity taxpayer number       Report year      Reporting entity taxpayer name  

1	1	6	1	0	9	0	8	0	9	4	2	0	1	2	<b>BASF CORPORATION</b>
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	-------------------------

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>BASF CATALYSTS CANADA ULC</b>		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2	
7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2		8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		9. Gross receipts everywhere (before eliminations) 0 0 0	
10. Gross receipts in Texas (before eliminations) 0 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0 0			

Blacken circle if this is a Corporation or Limited Liability Company       Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate <b>POLYAD SERVICES LLC</b>		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2	
7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2		8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		9. Gross receipts everywhere (before eliminations) 0 0 0	
10. Gross receipts in Texas (before eliminations) 0 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0 0			

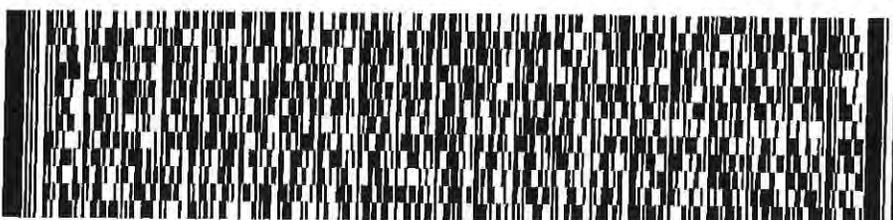
Blacken circle if this is a Corporation or Limited Liability Company       Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="checkbox"/>		5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
7. Affiliate reporting end date m m d d y y		8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		9. Gross receipts everywhere (before eliminations) 0 0 0	
10. Gross receipts in Texas (before eliminations) 0 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0 0			

Blacken circle if this is a Corporation or Limited Liability Company       Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

**Texas Comptroller Official Use Only**



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------





05-168  
(Rev. 9-11/4)

# Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number										■ Report year			Reporting entity taxpayer name											
1	1	6	1	0	9	0	8	0	9	4	2	0	1	3	BASF CORPORATION									

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
COGNIS USA LLC										3 1 1 6 6 7 0 8 1																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input checked="" type="checkbox"/>					<input checked="" type="checkbox"/>					0 1 0 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0 0										0 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
0 0 0										0 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
OLIVER WAREHOUSE LLC																													
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input checked="" type="checkbox"/>					<input checked="" type="checkbox"/>					1 0 0 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0 0										0 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
0 0 0										0 0 0																			

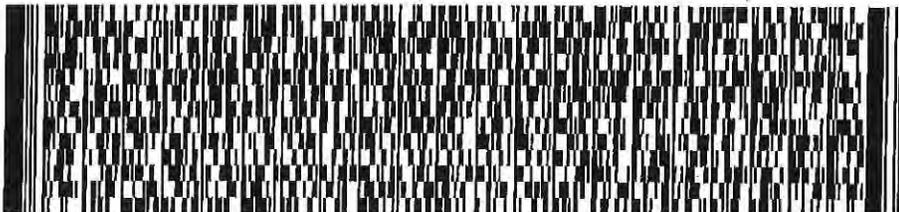
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
BASF CATALYSTS HOLDING ASIA BV																													
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input checked="" type="checkbox"/>					<input checked="" type="checkbox"/>					0 1 0 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0 0										0 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
0 0 0										0 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------





Comptroller of Public Accounts  
FORM 05-166 (Rev. 9-11/4)

# Texas Franchise Tax Affiliate Schedule

TCODE 13253 Annual Franchise

■ Reporting entity taxpayer number										■ Report year			Reporting entity taxpayer name											
1	1	6	1	0	9	0	8	0	9	4	2	0	1	3	BASF CORPORATION									

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
BASF CATALYSTS INVESTMENTS EUROPE BV										9 8 1 0 7 2 2 0 1																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input checked="" type="checkbox"/>					<input checked="" type="checkbox"/>					1 0 0 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0 0										0 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
0 0 0										0 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
BASF ENGELHARD UK BV										9 8 0 5 2 5 5 7 1																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input checked="" type="checkbox"/>					<input checked="" type="checkbox"/>					1 0 0 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0 0										0 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
0 0 0										0 0 0																			

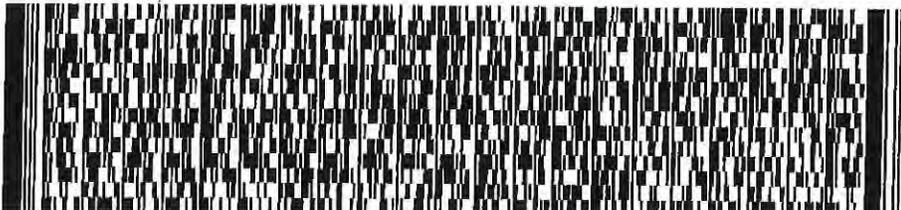
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
BASF ENGELHARD GERMANY BV										9 8 0 5 2 5 9 1 5																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input checked="" type="checkbox"/>					<input checked="" type="checkbox"/>					1 0 0 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0 0										0 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
0 0 0										0 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An Information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------





Comptroller of Public Accounts  
FORM 05-166 (Rev. 9-11/14)

# Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number										■ Report year			Reporting entity taxpayer name											
1	1	6	1	0	9	0	8	0	9	4	2	0	1	3	BASF CORPORATION									

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate BASF ENGELHARD ITALY BV										2. Affiliate taxpayer number (if none, use FEI number) 9 8 0 5 2 2 1 7 1										3. Affiliate NAICS code									
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>					6. Affiliate reporting begin date m m d d y y 1 0 0 1 1 2					7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2														
8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0										9. Gross receipts everywhere (before eliminations) 0 0 0																			
10. Gross receipts in Texas (before eliminations) 0 0 0										11. Cost of goods sold or compensation (before eliminations) 0 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate BASF ENGELHARD FINLAND BV										2. Affiliate taxpayer number (if none, use FEI number) 9 8 0 5 2 6 3 4 4										3. Affiliate NAICS code									
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>					6. Affiliate reporting begin date m m d d y y 1 0 0 1 1 2					7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2														
8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0										9. Gross receipts everywhere (before eliminations) 0 0 0																			
10. Gross receipts in Texas (before eliminations) 0 0 0										11. Cost of goods sold or compensation (before eliminations) 0 0 0																			

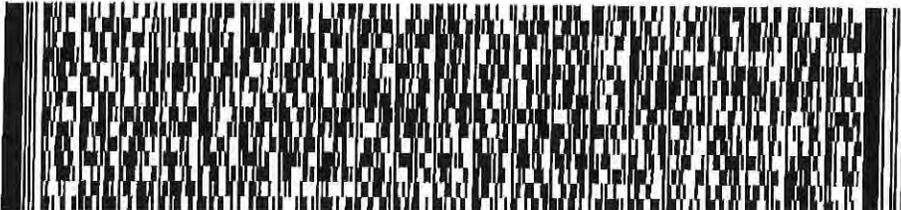
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate BASF ENGELHARD SA BV										2. Affiliate taxpayer number (if none, use FEI number) 9 8 0 5 2 8 7 2 2										3. Affiliate NAICS code									
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>					6. Affiliate reporting begin date m m d d y y 1 0 0 1 1 2					7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2														
8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0										9. Gross receipts everywhere (before eliminations) 0 0 0																			
10. Gross receipts in Texas (before eliminations) 0 0 0										11. Cost of goods sold or compensation (before eliminations) 0 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------





05-166  
(Rev.9-11/4)

# Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

1	1	6	1	0	9	0	8	0	9	4	2	0	1	3
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

<b>BASF CORPORATION</b>
-------------------------

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>BASF ENGELHARD SWEDEN BV</b>		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 1 0 0 1 1 2	
7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2		8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

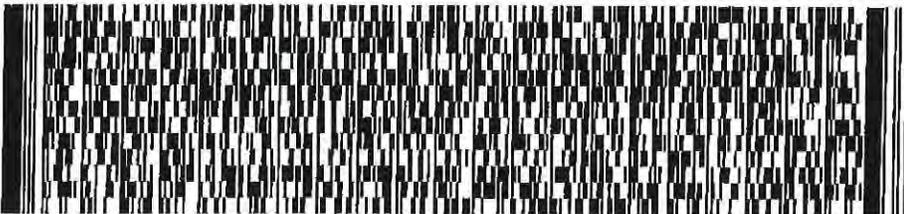
1. Legal name of affiliate <b>BASF ENGELHARD SWITZERLAND BV</b>		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 1 0 0 1 1 2	
7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2		8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate <b>BASF USA HOLDINGS LLC</b>		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="checkbox"/>		5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 1 0 1 0 1 2	
7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2		8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)			

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An Information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

**Texas Comptroller Official Use Only**



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------





Comptroller of Public Accounts  
FORM 05-168 (Rev. 9-11/4)

### Texas Franchise Tax Affiliate Schedule

Code 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

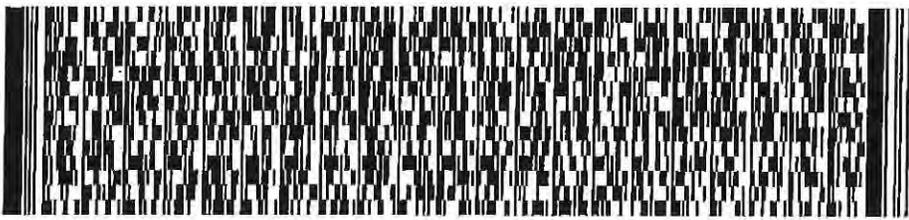
1. Legal name of affiliate <b>BASFIN CORPORATION</b>		■ 2. Affiliate taxpayer number (if none, use FEI number) 2 2 2 0 2 6 7 1 9		■ 3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="radio"/>	■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0 0		■ 9. Gross receipts everywhere (before eliminations) 3 4 5 2 0 0			
■ 10. Gross receipts in Texas (before eliminations) 0 0 0		■ 11. Cost of goods sold or compensation (before eliminations) 0 0 0			
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>			Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>		

1. Legal name of affiliate <b>BASF AMERICAS CORPORATION</b>		■ 2. Affiliate taxpayer number (if none, use FEI number) 2 2 3 7 4 0 2 9 0		■ 3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="radio"/>	■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0		■ 9. Gross receipts everywhere (before eliminations) 7 0 2 0 0			
■ 10. Gross receipts in Texas (before eliminations) 0 0		■ 11. Cost of goods sold or compensation (before eliminations) 0 0			
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>			Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>		

1. Legal name of affiliate <b>TRADEWINDS CHEMICAL CORPORATION</b>		■ 2. Affiliate taxpayer number (if none, use FEI number) 5 1 0 3 8 4 6 9 6		■ 3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="radio"/>	■ 6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		■ 7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations) 0 0		■ 9. Gross receipts everywhere (before eliminations) 1 8 0 2 7 0 8 0 0			
■ 10. Gross receipts in Texas (before eliminations) 0 0		■ 11. Cost of goods sold or compensation (before eliminations) 3 6 3 0 0			
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>			Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>		

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

**Texas Comptroller Official Use Only**



VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------





Comptroller of Public Accounts  
FORM 05-166 (Rev. 9-11/4)

### Texas Franchise Tax Affiliate Schedule

TCODE 13253 Annual Franchise

■ Reporting entity taxpayer number 1 1 6 1 0 9 0 8 0 9 4	■ Report year 2 0 1 3	Reporting entity taxpayer name <b>BASF CORPORATION</b>
---	--------------------------	---

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>THOUSAND SPRINGS TROUT FARMS, INC</b>		2. Affiliate taxpayer number (if none, use FEI number) 8 2 0 2 9 4 1 5 6		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="radio"/>	6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0		9. Gross receipts everywhere (before eliminations) 6 2 7 9 0 0			
10. Gross receipts in Texas (before eliminations) 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate <b>BASF FUEL CELLS INC</b>		2. Affiliate taxpayer number (if none, use FEI number) 2 0 1 3 7 4 6 1 0		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="radio"/>	6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0		9. Gross receipts everywhere (before eliminations) 2 9 9 6 5 9 0 0 0			
10. Gross receipts in Texas (before eliminations) 0 0		11. Cost of goods sold or compensation (before eliminations) 1 6 2 2 5 6 0 0			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate <b>BASF INTERTRADE CORPORATION</b>		2. Affiliate taxpayer number (if none, use FEI number) 3 6 4 5 6 6 0 1 8		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="radio"/>	6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0		9. Gross receipts everywhere (before eliminations) 5 5 1 0 9 0 1 9 0 0 0			
10. Gross receipts in Texas (before eliminations) 5 4 0 4 5 6 9 2 8 0 0		11. Cost of goods sold or compensation (before eliminations) 3 6 7 7 8 0 0			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An Information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------





05-166  
(Rev. 9-11/4)

# Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number										■ Report year				Reporting entity taxpayer name										
1	1	6	1	0	9	0	8	0	9	4	2	0	1	3	BASF CORPORATION									

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

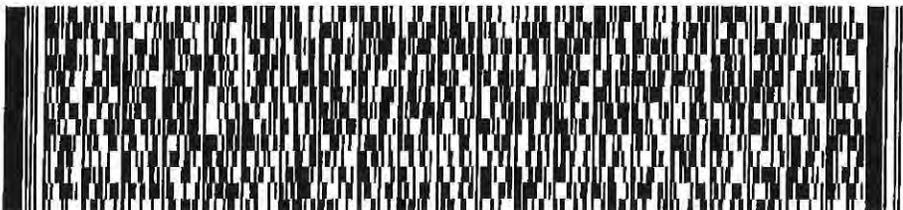
1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code							
WATSON BOWMAN ACME CORPORATION										3	4	1	8	8	6	5	6	5									
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date						■ 7. Affiliate reporting end date											
<input type="radio"/>					<input type="radio"/>					m m d d y y			m m d d y y			m m d d y y			m m d d y y								
										0	1	0	1	1	2	1	2	3	1	1	2						
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																	
0 0										5 3 0 9 5 2 4 4 0 0																	
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																	
4 3 1 7 2 8 8 0 0										5 0 9 9 7 0 0 0																	
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>																	

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code							
OLIVER WAREHOUSE INC.										2	2	1	7	1	5	7	6	1									
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date						■ 7. Affiliate reporting end date											
<input type="radio"/>					<input checked="" type="radio"/>					m m d d y y			m m d d y y			m m d d y y			m m d d y y								
										0	1	0	1	1	2	1	0	0	1	1	2						
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																	
0 0										0 0																	
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																	
0 0										0 0																	
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>																	

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code							
BASF CALIFORNIA INC										2	2	2	2	0	4	2	7	1									
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date						■ 7. Affiliate reporting end date											
<input type="radio"/>					<input checked="" type="radio"/>					m m d d y y			m m d d y y			m m d d y y			m m d d y y								
										0	1	0	1	1	2	1	2	3	1	1	2						
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																	
0 0										0 0																	
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																	
0 0										0 0																	
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>																	

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

### Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------





Comptroller of Public Accounts  
FORM 05-168  
(Rev. 9-11/4)

### Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
ENGELHARD ENERGY CORPORATION		2 2 3 4 0 7 0 1 5			
4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
■ <input type="radio"/>	■ <input checked="" type="radio"/>	0 1 0 1 1 2		1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0 0		0 0			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0 0		0 0			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
MUSTANG PROPERTIES INC		2 2 2 9 4 6 7 9 1			
4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
■ <input type="radio"/>	■ <input checked="" type="radio"/>	0 1 0 1 1 2		1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0 0		3 4 9 0 0 0			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0 0		0 0			

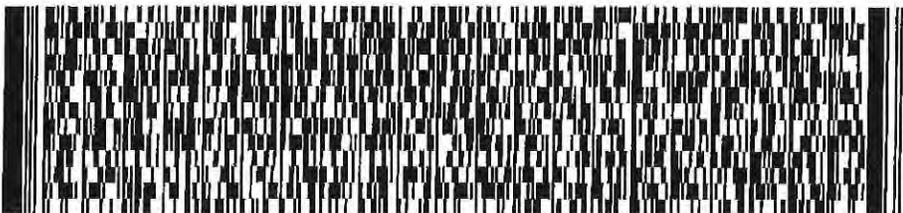
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
ENGELHARD POWER MARKETING, INC		2 2 3 3 3 3 1 4 1			
4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
■ <input type="radio"/>	■ <input checked="" type="radio"/>	0 1 0 1 1 2		1 2 3 1 1 2	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0 0		0 0			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0 0		0 0			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

**Texas Comptroller Official Use Only**



VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------





Comptroller of Public Accounts  
FORM 05-168 (Rev. 9-11/14)

# Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number										■ Report year			Reporting entity taxpayer name											
1	1	6	1	0	9	0	8	0	9	4	2	0	1	3	BASF CORPORATION									

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
PROCAT TESTING HOLDINGS INC										3 8 3 4 2 1 0 9 2																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input type="radio"/>					<input checked="" type="radio"/>					0 1 0 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0										8 3 9 8 2 5 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
0 0										0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
BASF PLANT SCIENCE LP										2 2 3 6 7 3 6 4 4																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input type="radio"/>					<input type="radio"/>					0 1 0 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0										1 9 1 4 9 5 0 3 8 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
3 0 5 0 6 0 0										6 9 1 3 4 9 2 0 0																			

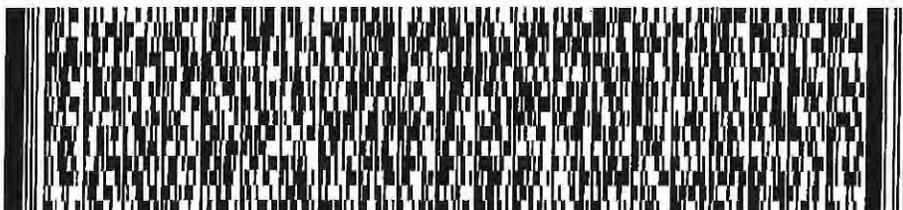
Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
BECKER UNDERWOOD INC										4 2 1 2 9 5 3 2 9																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input type="radio"/>					<input checked="" type="radio"/>					1 1 2 1 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0										1 8 7 9 6 3 5 5 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
1 5 1 3 5 4 8 0 0										2 7 8 5 7 2 0 0																			

Blacken circle if this is a Corporation or Limited Liability Company  Blacken circle if this is an Entity other than a Corporation or Limited Liability Company

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

### Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------





Comptroller of Public Accounts  
FORM 05-166 (Rev. 9-11/4)

### Texas Franchise Tax Affiliate Schedule

Code 13253 Annual Franchise

■ Reporting entity taxpayer number										■ Report year				Reporting entity taxpayer name										
1	1	6	1	0	9	0	8	0	9	4	2	0	1	2	BASF CORPORATION									

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

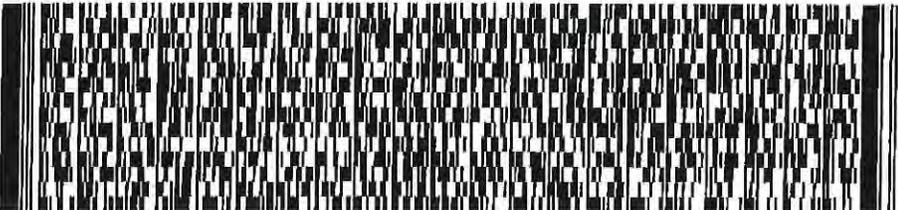
1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
BASF PERFORMANCE MATERIALS LLC										3 2 0 3 1 9 2 9 7																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input type="radio"/>					<input checked="" type="radio"/>					0 4 2 5 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0										1 6 6 2 1 3 4 2 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
1 8 6 1 7 0 7 0 0										2 5 9 5 4 6 0 0																			
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>																			

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
NOVOLYTE TECHNOLOGIES INC										3 0 0 5 0 5 5 2 9																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input type="radio"/>					<input checked="" type="radio"/>					0 4 2 5 1 2					1 0 0 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0										6 8 5 7 6 8 4 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
5 7 5 5 0 0										1 7 1 3 3 6 0 0																			
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>																			

1. Legal name of affiliate										■ 2. Affiliate taxpayer number (if none, use FEI number)										■ 3. Affiliate NAICS code									
OVONIC BATTERY INC										3 8 3 0 1 7 7 2 3																			
4. Blacken circle if entity is disregarded for franchise tax					5. Blacken circle if this affiliate does NOT have NEXUS in Texas					■ 6. Affiliate reporting begin date m m d d y y					■ 7. Affiliate reporting end date m m d d y y														
<input type="radio"/>					<input checked="" type="radio"/>					0 2 1 3 1 2					1 2 3 1 1 2														
■ 8. Gross receipts subject to throwback in other states (before eliminations)										■ 9. Gross receipts everywhere (before eliminations)																			
0 0										1 0 6 3 5 7 2 8 0 0																			
■ 10. Gross receipts in Texas (before eliminations)										■ 11. Cost of goods sold or compensation (before eliminations)																			
0 0										3 1 8 2 5 1 0 0																			
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>																			

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

**Texas Comptroller Official Use Only**



VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------





Comptroller of Public Accounts  
FORM 05-168 (Rev. 9-11/14)

# Texas Franchise Tax Affiliate Schedule

Code 13253 Annual Franchise

■ Reporting entity taxpayer number										■ Report year				Reporting entity taxpayer name										
1	1	6	1	0	9	0	8	0	9	4	2	0	1	3	BASF CORPORATION									

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

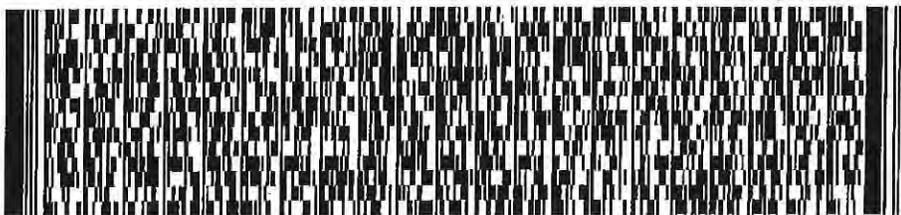
1. Legal name of affiliate BASF VENTURE CAPITAL USA INC										2. Affiliate taxpayer number (if none, use FEI number) 5 1 0 4 6 1 0 3 6										3. Affiliate NAICS code					
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="radio"/>					6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2						7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2									
8. Gross receipts subject to throwback in other states (before eliminations) 0 0										9. Gross receipts everywhere (before eliminations) 1 7 5 3 2 0 0 0															
10. Gross receipts in Texas (before eliminations) 0 0										11. Cost of goods sold or compensation (before eliminations) 0 0															
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>															

1. Legal name of affiliate WHITMIRE MICROGEN LABORATORIES INC										2. Affiliate taxpayer number (if none, use FEI number) 3 9 1 8 1 4 3 5 9										3. Affiliate NAICS code					
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input checked="" type="radio"/>					6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2						7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2									
8. Gross receipts subject to throwback in other states (before eliminations) 0 0										9. Gross receipts everywhere (before eliminations) 0 0															
10. Gross receipts in Texas (before eliminations) 0 0										11. Cost of goods sold or compensation (before eliminations) 1 5 4 8 9 3 0 0															
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>															

1. Legal name of affiliate BASF TOTAL PETROCHEMICALS LLC										2. Affiliate taxpayer number (if none, use FEI number) 2 2 3 6 2 0 4 8 8										3. Affiliate NAICS code					
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>					5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="radio"/>					6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2						7. Affiliate reporting end date m m d d y y 1 2 3 1 1 2									
8. Gross receipts subject to throwback in other states (before eliminations) 0 0										9. Gross receipts everywhere (before eliminations) 2 8 5 0 3 6 5 3 9 1 0 0															
10. Gross receipts in Texas (before eliminations) 2 8 5 0 3 6 5 3 9 1 0 0										11. Cost of goods sold or compensation (before eliminations) 3 0 2 1 5 3 0 4 7 0 0 0															
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>										Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>															

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------





Comptroller of Public Accounts  
FORM 05-168 (Rev. 9-11/14)

### Texas Franchise Tax Affiliate Schedule

Code 13253 Annual Franchise

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORTION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

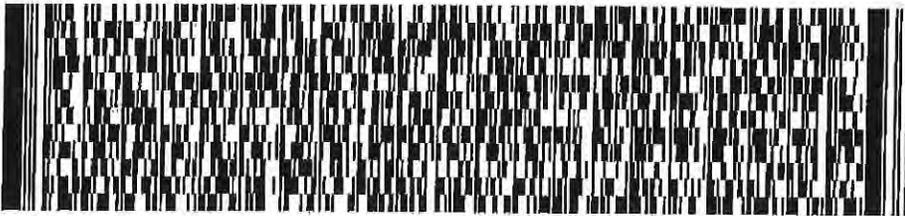
1. Legal name of affiliate <b>SABINA PETROCHEMICALS LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 7 4 2 9 9 7 3 2 2		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="radio"/>	6. Affiliate reporting begin date m m d d y y 0 1 0 1 1 2		7. Affiliate reporting end date m m d d y y 0 9 0 1 1 2	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0		9. Gross receipts everywhere (before eliminations) 4 5 6 8 6 3 9 7 0 0			
10. Gross receipts in Texas (before eliminations) 4 5 6 8 6 3 9 7 0 0		11. Cost of goods sold or compensation (before eliminations) 4 2 3 4 7 3 0 0 0 0			
Blacken circle if this is a Corporation or Limited Liability Company <input checked="" type="radio"/>			Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>		

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="radio"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0		9. Gross receipts everywhere (before eliminations) 0 0			
10. Gross receipts in Texas (before eliminations) 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0			
Blacken circle if this is a Corporation or Limited Liability Company <input type="radio"/>			Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>		

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Blacken circle if entity is disregarded for franchise tax <input type="radio"/>	5. Blacken circle if this affiliate does NOT have NEXUS in Texas <input type="radio"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) 0 0		9. Gross receipts everywhere (before eliminations) 0 0			
10. Gross receipts in Texas (before eliminations) 0 0		11. Cost of goods sold or compensation (before eliminations) 0 0			
Blacken circle if this is a Corporation or Limited Liability Company <input type="radio"/>			Blacken circle if this is an Entity other than a Corporation or Limited Liability Company <input type="radio"/>		

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at [window.texas.gov/commonowner/](http://window.texas.gov/commonowner/). This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

**Texas Comptroller Official Use Only**



VE/DE	<input type="radio"/>	FM	<input type="radio"/>
-------	-----------------------	----	-----------------------



# TAB 04

## Project Description

**PROJECT DESCRIPTION:**

This project provides for the design and construction of an ammonia production facility as well as related utility, infrastructure and logistics improvements. The plant will manufacture ammonia that is used in products such as nylon, polyurethanes, water treatment products, personal health care products, and many others.

The project is estimated to commence construction on or about Q1 2015 with completion on or about Q1 2017.

**Site Information:**

If approved, the facility will be constructed in the southwest corner of the BASF Corporation Freeport plant site. This site is an existing facility with multiple plants producing a variety of chemical products. Additional project spending for pipelines and infrastructure will be necessary within and outside the Freeport plant site, contiguous with Brazosport ISD, to support the new plant.

**Proposed Improvements:**

Potential improvements for which this tax abatement is sought include site development, installation of pipeways, utility service lines, product and raw material pipelines, storage tanks, compressors, drums, heat exchangers, pumps, filters, piping, insulation, electrical, switchgear, transformers, instrumentation equipment, equipment and structural foundations and supports, control equipment and facilities, warehouses, raw material and utility distribution improvements, shipping facility improvements, inter-plant piping, other chemical processing equipment, modifications and tie-ins to existing facilities.

**Items For Which Value Limitation Is Requested:**

BASF Corporation requests that a value limitation be approved for all items mentioned above under Proposed Improvements.

## TAB 05

Limitation as a determining factor

**LIMITATION AS A DETERMINING FACTOR:**

BASF Corporation is considering locations on the US Gulf Coast for this project (see attached). BASF has received a sizable incentive package from another Gulf Coast state in which it has a significant presence that includes in part a 10 year /100% Property Tax Abatement including school property tax. Additionally, BASF has received from the Governor's Office of Economic Development a Texas Enterprise Zone Fund commitment for this project.

BASF SE is the world's leading chemical company with more than 110,000 employees and approximately 380 additional production sites worldwide. BASF Corporation (Applicant) is the primary US subsidiary of BASF SE. As of November 2013, BASF Corporation's Freeport site employs 752 employees and serves customers and partners in almost all countries of the world. BASF Corporation has 5 sites in Texas, 9 sites in the gulf coast states, and over 30 facilities in the greater United States. These attributes allow for the flexibility to invest in a variety of locations and in addition creates competition for capital investment worldwide. Tax incentives are considered favorably in the analysis of the investment.

## BASF, Yara eyeing Gulf Coast for ammonia plant

Chemical giants BASF and Yara are talking about building “a world-scale ammonia plant” on the Gulf Coast, although few other details are available.

BASF, the world’s largest chemical company, uses ammonia in its United States manufacturing facilities. Oslo-based Yara, which has a global fertilizer network, is looking to strengthen its U.S. presence.

BASF spokesman John Schmidt said the joint project, if it happens, would be the first between BASF and Yara.

The BASF-Yara plant, if built in Louisiana, would join a handful of major ammonia projects announced in the last year. The projects include CF Industries \$2.1 billion expansion in Donaldsonville; Russian fertilizer company EuroChem’s proposed \$1.5 billion plant that will be built in either Carville or St. John the Baptist Parish; Dyno Nobel America and parent company Incitec Pivot Ltd.’s \$850 million anhydrous ammonia production facility in Waggaman; and Mosaic’s proposed \$700 million expansion of the Faustina site in St. James Parish.

Rusty Braziel, president of RBN Energy, expects BASF and Yara will choose between Louisiana and Texas, with neither state having much of an advantage over the other.

“For competitive reasons and to protect confidential company information, we can’t comment on current or potential prospects,” said Stephen Moret, Louisiana’s economic development secretary.

“In both states, there are a lot of industrials that have already announced expansions .... Also, both states have the lion’s share of the LNG exports that have already been announced,” Braziel said.

But both those things mean that the demand and the price for natural gas, the feedstock for the ammonia plant, will be higher in Louisiana and Texas than in other parts of the country.

Natural gas prices have historically been 3 cents to 5 cents cheaper at the Houston Ship Channel than at Louisiana's Henry Hub. But the Ship Channel has some air quality issues, unlike most of Louisiana, that could increase the new plant's cost, he said.

Federal regulations require companies planning new plants in areas with air quality issues, such as Houston, to buy emission reduction credits to offset the additional emissions from the plants.

The problem is that those credits are in short supply. In June, RBN Energy reported that the cost for the credits had risen from \$4,500 per ton in 2011 to \$300,000 per ton. The scarcity of those credits and the rising prices threaten to limit or delay new petrochemical plant construction, as well as hampering plant development and expansions.

Braziel said no one knows how many of the projects that have been announced will actually be built.

"Our feeling is that a lot of these plants that have been announced probably won't make it off the drawing board," he said.



## TAB 06

Description of Project located in more than one District

-Not Applicable-

# TAB 07

## Description of Qualified Investment

**DESCRIPTION OF QUALIFIED INVESTMENT:**

This project provides for the design and construction of an ammonia production facility as well as related utility, infrastructure and logistics improvements. The plant will manufacture ammonia that is used in products such as nylon, polyurethanes, water treatment products, personal health care products, and many others. The estimated total investment for this project is **\$750,000,000**.

If approved, the facility will be constructed in the southwest corner of the BASF Corporation Freeport plant site. This site is an existing facility with multiple plants producing a variety of chemical products. Additional project spending for pipelines and infrastructure will be necessary within and outside the Freeport plant site, contiguous with Brazosport ISD, to support the new plant.

Potential new improvements may include:

- Product and raw material pipelines
- Storage tanks
- Compressors
- Drums
- Heat exchangers
- Pumps
- Filters
- Insulation
- Electrical
- Switchgear
- Transformers
- Instrumentation equipment
- Equipment and structural foundations and supports
- Control equipment and facilities
- Warehouses
- Raw material and utility distribution improvements
- Shipping facility improvements
- Inter-plast piping
- Chemical processing equipment

Additional infrastructure to support this property will include:

- Site development
- Installation of pipeways
- Utility service lines
- Piping
- Modifications and tie-ins to existing facilities

# TAB 08

## Description of Qualified Property

## **DESCRIPTION OF QUALIFIED PROPERTY:**

This project provides for the design and construction of an ammonia production facility as well as related utility, infrastructure and logistics improvements. The plant will manufacture ammonia that is used in products such as nylon, polyurethanes, water treatment products, personal health care products, and many others. The estimated total investment for this project is **\$750,000,000**.

If approved, the facility will be constructed in the southwest corner of the BASF Corporation Freeport plant site. This site is an existing facility with multiple plants producing a variety of chemical products. Additional project spending for pipelines and infrastructure will be necessary within and outside the Freeport plant site, contiguous with Brazosport ISD, to support the new plant.

Potential new improvements may include:

- Product and raw material pipelines
- Storage tanks
- Compressors
- Drums
- Heat exchangers
- Pumps
- Filters
- Insulation
- Electrical
- Switchgear
- Transformers
- Instrumentation equipment
- Equipment and structural foundations and supports
- Control equipment and facilities
- Warehouses
- Raw material and utility distribution improvements
- Shipping facility improvements
- Inter-plast piping
- Chemical processing equipment

Additional infrastructure to support this property will include:

- Site development
- Installation of pipeways
- Utility service lines
- Piping
- Modifications and tie-ins to existing facilities

# TAB 09

## Description of Land

**DESCRIPTION OF LAND:**

The Land properties associated with the proposed project are described as real industrial land located exclusively in Brazoria County, Texas. The legal description of the land within the reinvestment zone can be found in Tabs 9 and 16. Currently, no structures or components related to the project reside on the designated land. A map of existing property at the site can be found in Tab 11. Associated Brazoria County Appraisal District accounts include: 191982 (land) and 192133 (land).

## TAB 10

Description of any Existing Improvements

-There are no Existing Improvements related to the proposed primary project at the site.-

TAB 11

Maps

CONFIDENTIAL

## TAB 12

Request for Waiver of Job Creation Requirement

-Not Applicable-

## TAB 13

Calculation of three possible Wage Requirements and  
Supporting information

WAGE DATA CALCULATIONS

Year	Quarter	County	Ownership	Industry	Avg. Weekly Wages
2012	4th	Brazoria	Private	All Industries	\$ 981
2013	1st	Brazoria	Private	All Industries	\$ 1,023
2013	2nd	Brazoria	Private	All Industries	\$ 963
2013	3rd	Brazoria	Private	All Industries	\$ 943

(Mean Avg.) \$ 977.50  
110%

**\$ 1,075.25** 110% of County Average Weekly Wage for All Jobs

Year	Quarter	County	Ownership	Industry	Avg. Weekly Wages
2012	4th	Brazoria	Private	Manufacturing	\$ 1,764
2013	1st	Brazoria	Private	Manufacturing	\$ 1,982
2013	2nd	Brazoria	Private	Manufacturing	\$ 1,795
2013	3rd	Brazoria	Private	Manufacturing	\$ 1,755

(Mean Avg.) \$ 1,824.00  
110%

**\$ 2,006.40** 110% of County Average Weekly Wage for Manufacturing Jobs

\$ 55,317  
110%

**\$ 60,848.70** 110% of County Average Annual Wage for Manufacturing Jobs

**\$ 1,170.17** 110% of County Average Weekly Wage for Manufacturing Jobs

**Houston-Galveston Area Council Annual Wage (as of July 2013)**

\*Note: All data was taken from the Texas Workforce Commission TRACER database.

# Quarterly Employment and Wages (QCEW)

Back

## D.PERIODYEAR

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	1st Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$1,023
2013	2nd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$963
2013	3rd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$943
2012	1st Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$993
2012	2nd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$943
2012	3rd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$906
2012	4th Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$981

## Quarterly Employment and Wages (QCEW)

Back

### D.PERIODYEAR

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	1st Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,982
2013	2nd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,795
2013	3rd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,755
2012	1st Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,928
2012	2nd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,801
2012	3rd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,626
2012	4th Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,764

**2012 Manufacturing Wages by Council of Government Region  
Wages for All Occupations**

COG	Wages	
	Hourly	Annual
<b>Texas</b>	<b>\$23.56</b>	<b>\$48,996</b>
<a href="#">1. Panhandle Regional Planning Commission</a>	\$20.12	\$41,850
<a href="#">2. South Plains Association of Governments</a>	\$16.18	\$33,662
<a href="#">3. NORTEX Regional Planning Commission</a>	\$17.83	\$37,076
<a href="#">4. North Central Texas Council of Governments</a>	\$24.68	\$51,333
<a href="#">5. Ark-Tex Council of Governments</a>	\$16.84	\$35,032
<a href="#">6. East Texas Council of Governments</a>	\$19.61	\$40,797
<a href="#">7. West Central Texas Council of Governments</a>	\$18.24	\$37,941
<a href="#">8. Rio Grande Council of Governments</a>	\$16.17	\$33,631
<a href="#">9. Permian Basin Regional Planning Commission</a>	\$21.93	\$45,624
<a href="#">10. Concho Valley Council of Governments</a>	\$16.33	\$33,956
<a href="#">11. Heart of Texas Council of Governments</a>	\$19.07	\$39,670
<a href="#">12. Capital Area Council of Governments</a>	\$26.03	\$54,146
<a href="#">13. Brazos Valley Council of Governments</a>	\$16.55	\$34,424
<a href="#">14. Deep East Texas Council of Governments</a>	\$16.20	\$33,698
<a href="#">15. South East Texas Regional Planning Commission</a>	\$29.38	\$61,118
<a href="#">16. Houston-Galveston Area Council</a>	\$26.59	\$55,317
<a href="#">17. Golden Crescent Regional Planning Commission</a>	\$21.03	\$43,742
<a href="#">18. Alamo Area Council of Governments</a>	\$18.40	\$38,280
<a href="#">19. South Texas Development Council</a>	\$13.54	\$28,170
<a href="#">20. Coastal Bend Council of Governments</a>	\$22.97	\$47,786
<a href="#">21. Lower Rio Grande Valley Development Council</a>	\$16.33	\$33,961
<a href="#">22. Texoma Council of Governments</a>	\$22.57	\$46,949
<a href="#">23. Central Texas Council of Governments</a>	\$17.16	\$35,689
<a href="#">24. Middle Rio Grande Development Council</a>	\$18.93	\$39,380

Source: Texas Occupational Employment and Wages

Data published: July 2013

Data published annually, next update will be July 31, 2014

Note: Data is not supported by the Bureau of Labor Statistics (BLS).

Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.

Data intended for TAC 313 purposes only.

# TAB 14

Schedules A1 - D



Schedule A2: Total Investment for Economic Impact (Including Qualified Property and other Investments)

		PROPERTY INVESTMENT AMOUNTS (Estimated investment in each year. Do not put cumulative totals.)				
		Column A	Column B	Column C	Column D	
Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment in building or permanent nonremovable component of building made during this year	Other investment that will not result in Qualified Property made during this year	Total Investment (A+B+C)
Investment through Qualifying Time Period from Schedule A1		TOTALS FROM SCHEDULE A1		Enter amounts from TOTAL row in Schedule A1 in the row below		\$750,000,000
Each year prior to start of Value Limitation Period* <i>(Insert as many rows as necessary)</i>	0	2014-2017	2014-2018			
	1	2017-2018	2017			
	2	2018-2019	2018			
	3	2019-2020	2019			
	4	2020-2021	2020			
	5	2021-2022	2021			
	6	2022-2023	2022			
	7	2023-2024	2023			
	8	2024-2025	2024			
	9	2025-2026	2025			
	10	2026-2027	2026			
			TOTAL	\$0	\$0	\$0
Continue to maintain viable presence						
	11	2027-2028	2027			
	12	2028-2029	2028			
	13	2029-2030	2029			
	14	2030-2031	2030			
	15	2031-2032	2031			
	16	2032-2033	2032			
	17	2033-2034	2033			
	18	2034-2035	2034			
	19	2035-2036	2035			
	20	2036-2037	2036			
	21	2037-2038	2037			
	22	2038-2039	2038			
	23	2039-2040	2039			
	24	2040-2041	2040			
	25	2041-2042	2041			

\* All investments made through the Qualifying Time Period are captured on Schedule A1 and incorporated into this schedule in the first row. Only include investment on this Schedule A2 that was not captured on Schedule A1, such as investment made during deferrals that occur after the end of Qualifying Time Period but before the start of the Value Limitation Period.

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property outside of the qualifying time period.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value for planning and operation of the facility. Examples of other investment include land or professional services. Land can be listed as part of investment during the "pre-year 1" time period. It cannot be part of qualifying investment.

**Schedule B (Rev. Jan 2014): Estimated Market And Taxable Value (of Qualified Property Only)**

Applicant Name **BASF CORPORATION**  
 ISD Name **BRAZOSPORT INDEPENDENT SCHOOL DISTRICT**

Form 50-296A (DRAFT)

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year)	Estimated Market Value of Land	Qualified Property		Exempted Value	Estimated Taxable Value	
					Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new building or "in or on the new improvement"		Reductions from Market Value	Final taxable value for 185 - after all reductions
Value Limitation Period	0	2014-2015	2014	\$ 103,690	\$ -	\$ -	\$ -	\$ 103,690	\$ 103,690
	1	2015-2016	2015	\$ 103,690	\$ -	\$ -	\$ -	\$ 103,690	\$ 103,690
	2	2016-2017	2016	\$ 103,690	\$ -	\$ 375,000,000	\$ 37,500,000	\$ 337,603,690	\$ 337,603,690
	1	2017-2018	2017	\$ 103,690	\$ -	\$ 600,000,000	\$ 60,000,000	\$ 540,103,690	\$ 30,000,000
	2	2018-2019	2018	\$ 103,690	\$ -	\$ 639,530,000	\$ 63,953,000	\$ 575,680,690	\$ 30,000,000
	3	2019-2020	2019	\$ 103,690	\$ -	\$ 712,500,000	\$ 71,250,000	\$ 641,353,690	\$ 30,000,000
	4	2020-2021	2020	\$ 103,690	\$ -	\$ 675,000,000	\$ 67,500,000	\$ 607,603,690	\$ 30,000,000
	5	2021-2022	2021	\$ 103,690	\$ -	\$ 637,500,000	\$ 63,750,000	\$ 573,853,690	\$ 30,000,000
	6	2022-2023	2022	\$ 103,690	\$ -	\$ 600,000,000	\$ 60,000,000	\$ 540,103,690	\$ 30,000,000
	7	2023-2024	2023	\$ 103,690	\$ -	\$ 562,500,000	\$ 56,250,000	\$ 506,353,690	\$ 30,000,000
8	2024-2025	2024	\$ 103,690	\$ -	\$ 525,000,000	\$ 52,500,000	\$ 472,603,690	\$ 30,000,000	
9	2025-2026	2025	\$ 103,690	\$ -	\$ 487,500,000	\$ 48,750,000	\$ 438,853,690	\$ 30,000,000	
10	2026-2027	2026	\$ 103,690	\$ -	\$ 450,000,000	\$ 45,000,000	\$ 405,103,690	\$ 30,000,000	
1	2027-2028	2027	\$ 103,690	\$ -	\$ 412,500,000	\$ 41,250,000	\$ 371,353,690	\$ 371,353,690	
2	2028-2029	2028	\$ 103,690	\$ -	\$ 375,000,000	\$ 37,500,000	\$ 337,603,690	\$ 337,603,690	
Continue to Maintain Viable Presence									
3	2029-2030	2029	\$ 103,690	\$ -	\$ 337,500,000	\$ 33,750,000	\$ 303,853,690	\$ 303,853,690	
4	2030-2031	2030	\$ 103,690	\$ -	\$ 337,500,000	\$ 33,750,000	\$ 303,853,690	\$ 303,853,690	
5	2031-2032	2031	\$ 103,690	\$ -	\$ 337,500,000	\$ 33,750,000	\$ 303,853,690	\$ 303,853,690	
1	2032-2033	2032	\$ 103,690	\$ -	\$ 337,500,000	\$ 33,750,000	\$ 303,853,690	\$ 303,853,690	
2	2033-2034	2033	\$ 103,690	\$ -	\$ 337,500,000	\$ 33,750,000	\$ 303,853,690	\$ 303,853,690	
3	2034-2035	2034	\$ 103,690	\$ -	\$ 330,000,000	\$ 33,000,000	\$ 297,103,690	\$ 297,103,690	
4	2035-2036	2035	\$ 103,690	\$ -	\$ 330,000,000	\$ 33,000,000	\$ 297,103,690	\$ 297,103,690	
5	2036-2037	2036	\$ 103,690	\$ -	\$ 330,000,000	\$ 33,000,000	\$ 297,103,690	\$ 297,103,690	
6	2037-2038	2037	\$ 103,690	\$ -	\$ 330,000,000	\$ 33,000,000	\$ 297,103,690	\$ 297,103,690	
7	2038-2039	2038	\$ 103,690	\$ -	\$ 322,500,000	\$ 32,250,000	\$ 290,353,690	\$ 290,353,690	
8	2039-2040	2039	\$ 103,690	\$ -	\$ 322,500,000	\$ 32,250,000	\$ 290,353,690	\$ 290,353,690	
9	2040-2041	2040	\$ 103,690	\$ -	\$ 322,500,000	\$ 32,250,000	\$ 290,353,690	\$ 290,353,690	
10	2041-2042	2041	\$ 103,690	\$ -	\$ 322,500,000	\$ 32,250,000	\$ 290,353,690	\$ 290,353,690	

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.  
 Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Applicant Name  
ISD Name

Form 50-296A  
Revised Jan 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Construction		Non-Qualifying Jobs		Qualifying Jobs	
				Column A Number of Construction FTEs or man-hours (Specify)	Column B Average annual wage rates for construction workers	Column C Number of non- qualifying jobs applicant commits to create (cumulative)	Column D Average annual wage rate for all non-qualifying jobs	Column E Number of qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Column F Average annual wage of qualifying jobs
Each Year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2014-2017	2014-2016	2015: 150 FTE 2016: 600 FTE	\$52,000	N/A	N/A	10	\$61,000
	1	2017-2018	2017			N/A	N/A	20	\$61,000
	2	2018-2019	2018			N/A	N/A	20	\$61,000
	3	2019-2020	2019			N/A	N/A	20	\$61,000
	4	2020-2021	2020			N/A	N/A	20	\$61,000
	5	2021-2022	2021			N/A	N/A	20	\$61,000
	6	2022-2023	2022			N/A	N/A	20	\$61,000
	7	2023-2024	2023			N/A	N/A	20	\$61,000
	8	2024-2025	2024			N/A	N/A	20	\$61,000
	9	2025-2026	2025			N/A	N/A	20	\$61,000
	10	2026-2027	2026			N/A	N/A	20	\$61,000
Years Following Value Limitation Period 11 through 25		2027-2042	2027-2041			N/A	N/A	20	\$61,000

Notes: See TAC 9.1051 for definition of non-qualifying jobs.  
Only include jobs on the project site for the district that is the recipient of this application.

C1. Are the cumulative number of qualifying jobs listed in Column E less than the number of qualifying jobs required by statute? (25)  Yes  No

If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)?  Yes  No

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)?  Yes  No

Schedule D: Other Incentives (Estimated)

State and Local Incentives for which the Applicant Intends to apply						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Tax Levy without Incentive	Incentive	Net Tax Levy
Local Government Code Chapters 380/381	County: N/A City: N/A Other: N/A	2016	7 Years	\$23,130,956 (estimated)	100% - All years	\$0 (estimated)
Freeport Exemptions	Information not available	2016	N/A	\$19,394,188 (estimated)	100% - All years	\$0 (estimated)
Non-Annexation Agreements	N/A					
Enterprise Zone/Project	N/A					
Economic Development Corporation	N/A					
Texas Enterprise Fund	N/A					
Employee Recruitment	N/A					
Skills Development Fund	N/A					
Training Facility Space and Equipment	N/A					
Infrastructure Incentives	N/A					
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
<b>TOTAL</b>						

Additional information on incentives for this project:

# TAB 15

Economic Impact Study

-Pending, Not Attached-

# TAB 16

## Description of Reinvestment Zone

\*Current reinvestment zone may be modified or enlarged as certain project milestones are determined. A modified or enlarged reinvestment zone is expected to remain contiguous and within Brazosport ISD boundaries.



## ***Doyle & Wachtstetter, Inc***

Surveying and Mapping • GPS/GIS

**25.923 ACRES**

**S. F. AUSTIN 5 LEAGUES, ABSTRACT 19**

**ALEXANDER CALVIT LEAGUE, ABSTRACT 49**

**BRAZORIA COUNTY, TEXAS**

**PAGE 1 OF 2**

**ALL THAT CERTAIN 25.923 ACRES OF LAND** in the BASF Freeport Plant Site out of a called 123.92469 acre tract conveyed to Dow Badische Company in Volume 1408, Page 300 of the Brazoria County Deed Records and being out of Lots 14, 15, 16, 17, 52, 53, 54, 55, and 56 of the Brazos Coast Investment Company Subdivision Number 15 recorded in Volume 2, Page 147 of the Brazoria County Plat Records and out of Lot 463 of the Brazos Coast Investment Company Subdivision Number 14 recorded in Volume 2, Page 148 of the Brazoria County Plat Records and situated in the Stephen F. Austin 5 Leagues, Abstract 19 and the Alexander Calvit League, Abstract 49, Brazoria County, Texas and more particularly described by metes and bounds using survey terminology which refer to the Texas State Plane Coordinate System, South Central Zone (NAD 27), in which the directions are Lambert grid bearings and the distances are horizontal, surface level lengths as follows:

**COMMENCING** at a found concrete monument with disk, National Geodetic Survey Triangulation Station "Plant B 2, 1967" at position X=3154584.44 and Y=442176.16;

**THENCE** North 89°01'58" West, a distance of 6933.85 feet to a set 5/8" iron rod for corner at position X=3147652.41 and Y=442293.20 and at BASF Plant Station (N 40 + 27.84, W 64 + 11.00) in the South line of the aforementioned 123.92469 acre tract for the **POINT OF BEGINNING** of the herein described tract;

**THENCE** North 65°52'26" West, coincident with the south line of the said 123.92469 acre tract, a distance of 1207.96 feet to a set 5/8" iron rod at position X=3146550.10 and Y=442786.89 and the BASF Plant Station (N 40 + 27.84, W 76 + 18.96) in the east right-of-way line of Sim Hodge Road;

**THENCE** North 2°52'00" West, coincident with the west line of the said 123.92469 acre tract, and along the east right-of-way line of Sim Hodge Road, a distance of 1115.70 feet to a set 5/8" iron rod for corner at position X=3146494.31 and Y=443901.07 and at BASF Plant Station (N 50 + 22.00, W 81 + 25.35);

**THENCE** South 65°52'26" East, a distance of 614.35 feet to a set 5/8" iron rod for corner at position X=3147054.93 and Y=443649.98 and at BASF Plant Station (N 50 + 22.00, W 75 + 11.00);

**25.923 ACRES  
S. F. AUSTIN 5 LEAGUES, ABSTRACT 19  
ALEXANDER CALVIT LEAGUE, ABSTRACT 49  
BRAZORIA COUNTY, TEXAS  
PAGE 2 OF 2**

**THENCE** South 24°07'34" West, a distance of 294.00 feet to a set 5/8" iron rod for corner at position X=3146934.77 and Y=443381.69 and at BASF Plant Station (N 47 + 28.00, W 75 + 11.00);

**THENCE** South 65°52'26" East, a distance of 1100.00 feet to a set 5/8" iron rod for corner at position X=3147938.57 and Y=442932.12 and at BASF Plant Station (N 47 + 28.00, W 64 + 11.00);

**THENCE** South 24°07'34" West, a distance of 700.16 feet to the **POINT OF BEGINNING**; containing 25.923 acres of land, more or less.

  
**Charles D. Wachtstetter**  
**Registered Professional Land Surveyor**  
**Texas Registration Number 4547**  
**December 9, 2013**



This description is based on a survey, a plat of which dated December 9, 2013 is on file in the offices of Doyle & Wachtstetter, Inc.

Date: 12/23/2013

THE SPECIAL COMMISSIONERS COURT SESSION OF BRAZORIA COUNTY, TEXAS

ORDER NO. VII.B.1.f.

**RE: Grant BASF Corporation tax abatement application**

---

**That the application for tax abatement of BASF Corporation attached hereto be granted in accordance with the Guidelines and Criteria for Granting Tax Abatement, in the Reinvestment Zone created in Brazoria County, for a term of seven (7) years, and at 100% abatement of eligible properties; that the subject location described in the attached application be designated a reinvestment zone for tax abatement purposes in accordance with the guidelines and criteria of Brazoria County and applicable law; and further that the County Judge is authorized to execute a tax abatement with BASF Corporation in accordance with the same guidelines and criteria.**

## **GUIDELINES AND CRITERIA FOR GRANTING TAX ABATEMENT IN A REINVESTMENT ZONE CREATED IN BRAZORIA COUNTY**

**WHEREAS**, the creation, retention and diversification of job opportunities that bring new wealth are among the highest civic priority; and

**WHEREAS**, the purpose of tax abatement is to provide an incentive offered by the tax-payers, i.e. citizens of Brazoria County, to attract investments, that lead to better quality of life and better services. The wealth created by these enterprises leads to more service and retail businesses, which in addition to improving quality of life, increases the tax base. In summary, by giving incentive in terms of tax abatement, the citizens agree to give up short term tax benefits, for long term benefits; and

**WHEREAS**, new jobs, investment and industrial diversification will benefit the area economy, provide needed opportunities, strengthen the real estate market and generate tax revenue to support local services; and

**WHEREAS**, the communities within Brazoria County must compete with other localities across the nation currently offering tax inducements to attract new plant and modernization projects; and

**WHEREAS**, any tax incentives offered in Brazoria County would reduce needed tax revenue unless strictly limited in application to those new and existing industries that bring new wealth to the community; and

**WHEREAS**, the abatement of property taxes, when offered to attract capital investment and primary jobs in industries which bring in money from outside a community instead of merely recirculating dollars within a community, has been shown to be an effective method of enhancing and diversifying an area of economy; and

**WHEREAS**, Texas law requires any eligible taxing jurisdiction to establish Guidelines and Criteria as to eligibility for tax abatement agreements prior to granting of any future tax abatement, and said Guidelines and Criteria to be unchanged for a two year period unless amended by a three-quarters vote;

Now, therefore, be it resolved that Brazoria County does hereby adopt these Guidelines and Criteria for granting tax abatement in reinvestment zones in Brazoria County.

### **DEFINITIONS Section 1**

- (a) "Abatement" means the full or partial exemption from ad valorem taxes on certain real property in a reinvestment zone designated by Brazoria County for economic development purposes.
- (b) "Abatement Period" means the period during which all or a portion of the value of real property or tangible personal property that is the subject of a tax abatement agreement is exempt from taxation.
- (c) "Abated Facility Site" (or "proposed abated facility site") means the tract(s) or area of land underlying the proposed improvements to be abated.
- (d) "Agreement" means a contractual agreement between a property owner and/or lessee and Brazoria County for the purpose of tax abatement.

- (e) "Base year value" means the assessed value of eligible property January 1 preceding the execution of the agreement plus the agreed upon value of eligible property improvements made after January 1 but before the execution of the agreement.
- (f) "Brazoria County Vendor and Services" means a company that employs Brazoria County residents and pays Brazoria County taxes.
- (g) "Deferred maintenance" means the improvements necessary for continued operations which do not improve productivity or alter the process technology.
- (h) "Distribution Center Facility" means buildings and structures, including machinery and equipment, used or to be used primarily to receive, store, service, or distribute goods or materials owned by the facility operator where seventy percent (70%) of the goods or services are distributed outside of Brazoria County.
- (i) "Economic Development" means participation in or support of an organized program or entity which for the purpose of its mission, engages in activities designed to encourage employment opportunities development/commercial and manufacturing business/industry to locate and/or expand in Brazoria County, thus expanding and diversifying the tax base as well as increasing the economic strength and stability of Brazoria County.
- (j) "Eligible jurisdiction" means Brazoria County and any municipality or other local taxing jurisdictions eligible to abate taxes according to Texas law, the majority of which is located in Brazoria County that levies ad valorem taxes upon and provides services to reinvestment zone designated by Brazoria County.
- (k) "Employee" for the purposes of the economic qualifications of Section 2(h)(2) of these Guidelines and Criteria shall include all persons directly employed by the owner of the planned improvement at the abated facility site/reinvestment zone together with any independent contractor or employee of independent contractors employed on a full-time (40 hours per week equivalent) basis at the facility site/reinvestment zone continuously for the duration of the abatement agreement.
- (l) "Existing facility" is the facility described in Section 2 (a) that will be expanded or modernized and which contains the proposed improvements to be abated. A manufacturing or processing unit or units of a larger plant complex that separately comprise a manufacturing or production sub-unit of the larger plant shall be considered the existing facility for purposes of the Section 2 (h) (2) employment retention requirement (that the planned improvements cause the retention or prevention of loss of employment of 10 employees or 50% of the employees of the existing facility, whichever is greater). For example, if an existing facility has 100 employees, an expansion or modernization of all or part of that facility must result in the retention of at least 50 employees employed at or in connection with the expanded or modernized "existing facility" in order for the facility improvements to qualify for abatement.
- (m) "Expansion" means the addition of buildings, structures, machinery or equipment for purposes of increasing production capacity.
- (n) "Facility" means property improvements completed or in the process of construction which together comprise an integral whole.

- (o) "Manufacturing Facility" means buildings and structures, including machinery and equipment, the primary purpose of which is or will be the manufacture of tangible goods or materials or the processing of such goods or materials by physical or chemical change.
- (p) "Modernization" means the replacement and upgrading of existing facilities which increases the productive input or output, updates the technology or substantially lowers the unit cost of the operation. Modernization may result from the construction, alteration or installation of buildings, structures, fixed machinery or equipment. It shall not be for the purpose of reconditioning, refurbishing, or repairing.
- (q) "New Facility" means a property previously undeveloped which is placed into service by means other than or in conjunction with expansion or modernization.
- (r) "Other Basic Industry" means buildings and structures including fixed machinery and equipment not elsewhere described, used or to be used for the production of products or services which serve a market primarily outside Brazoria County.
- (s) "Productive Life" means the number of years a property improvement is expected to be in service. After a cessation of production, the productive life of property improvements may be deemed to end, at County's election, on the date of cessation of production either upon (1) a determination by the County that it is unlikely the improvement(s) will be reactivated as an integral part of a producing facility, and/or (2) the expiration of eighteen (18) continuous or non-consecutive months of non-production in any twenty-four (24) month period following the date the property improvement(s) cease to be in active service as part of a facility operating in a producing capacity. Upon cessation of production and for calculation of the recapture amount of taxes, the "productive life" will be determined to begin on the effective date of the tax abatement as set forth in the Agreement.
- (t) "Qualified Vendors and Services" means those vendors and services that meet the company's individual stated requirements, which can include but are not limited to: safety, financial condition, environmental record, quality or ability to perform.
- (u) "Regional Entertainment Facility" means buildings and structures, including machinery and equipment, used or to be used to provide entertainment through the admission of the general public where seventy percent (70%) of users reside at least 50 miles from its location in Brazoria County.
- (v) "Research Facility" means buildings and structures, including machinery and equipment, used or to be used primarily for research or experimentation to improve or develop new tangible goods or materials or to improve or develop the production processes thereto.
- (w) "Regional Service Facility" means buildings and structures, including machinery and equipment, used or to be used to service goods where seventy percent (70%) of the goods being serviced originate outside of Brazoria County.
- (x) "Tangible personal property" means tangible personal property classified as such under state law, but excludes inventory and/or supplies, ineligible property as defined herein, and tangible personal property that was located in the investment zone at any time before the period covered by the agreement with the County.

## **ABATEMENT AUTHORIZED Section 2**

- (a) **Authorized Facility.** A facility may be eligible for abatement if it is a: Manufacturing Facility, Research Facility, Distribution Center or Regional Service Facility, Regional Entertainment Facility, Other Basic Industry, or a facility that Commissioners Court determines would enhance job creation and the economic future of Brazoria County.
- (b) **Creation of New Value.** Abatement may only be granted for the additional value of eligible property improvements made subsequent to and specified in an abatement agreement between Brazoria County and the real property owner, tangible personal property owner, leasehold interest, and/or lessee, subject to such limitations as Brazoria County may require.
- (c) **New and Existing Facilities.** Abatement may be granted for new facilities and improvements to existing facilities for purposes of modernization or expansion.
- (d) **Eligible Property.** Abatement may be extended to the value of buildings, structures, tangible personal property as defined in the Tax Code including fixed machinery and equipment, site improvements and related fixed improvements necessary to the operation and administration of the facility.

**Tangible Personal Property:** Abatement may be granted with the owner of tangible personal property located on real property in a reinvestment zone to exempt from taxation (1) all or a portion of the value of the real property, (2) all or a portion of the value of the tangible personal property located on the real property, or (3) all or a portion of the value of both.

An abatement may be granted with the owner of tangible personal property or an improvement located on tax-exempt real property that is located in a designated reinvestment zone to exempt all or a portion of the value of the tangible personal property or improvement located on the real property.

- (e) **Ineligible Property.** The following type of property shall be fully taxable and ineligible for tax abatement: land, existing improvements, tangible personal property that the Brazoria County Appraisal District classifies as inventory or supplies, tools, furnishings, and other forms of movable personal property; vehicles, watercraft, aircraft, housing, hotel accommodations, retail facilities, deferred maintenance investments, property to be rented or leased except as provided in Section 2(f), tangible personal property located in the reinvestment zone prior to the effective date of the tax abatement agreement, real property with a productive life of less than 10 years, property owned or used by the State of Texas or its political subdivisions or by any organizations owned, operated or directed by a political subdivision of the State of Texas, or any other property for which abatement is not allowed by state law.
- (f) **Leased Facilities. Leasehold Interest:** Abatement may be granted with the owner of a leasehold interest in tax-exempt real property located in a reinvestment zone designated to exempt all or a portion of the value of the leasehold interest in the real property.

**Lessee Interest:** Abatement may be granted with a lessee of taxable real property located in a reinvestment zone to exempt from taxation (1) all or a portion of the value of the fixtures, improvements, or other real property owned by the lessee and located on the property that is subject to the lease, (2) all or a portion of the value of tangible personal property owned by the lessee and located on the real property that is the subject of the lease, or (3) all or a portion of the value of both the fixtures, improvements, or other real property and the tangible personal property defined herein.

Leasehold Interest/Lessee shall be required to submit with its application a copy of the executed lease agreement between lessor/lessee demonstrating a minimum lease term double the abatement term granted.

- (g) Value and Term of Abatement. Abatement shall be granted effective with the January 1 valuation date immediately following the date of the Commissioners Court Order granting the abatement and approving the abatement application. One hundred percent of the value (or such percentage of value that shall be set by Commissioners' Court order) of new eligible properties shall be abated for up to seven years or one-half (1/2) the productive life of the improvement whichever is less. The "productive life" will be calculated from the effective date of the tax abatement and the date the equipment ceased to be in service. The abatement may be extended through an initial agreement and a subsequent agreement may be required to comply with state law regarding the term of the reinvestment zone.

If it is determined that the abatement period would better benefit the County and the Applicant by deferring the commencement date beyond the January 1<sup>st</sup> following the Commissioners Court Order granting the abatement and approving the abatement application, the County may defer the commencement date of the abatement period to a future date certain. The deferral of the commencement date will not allow the duration of the abatement period to extend beyond seven (7) years. However, in no event shall the abatement begin later than the January 1 following the commencement of construction.

If a modernization project includes facility replacement, the abated value shall be the value of the new unit(s) less the value of the old unit(s).

New eligible properties must be in active service and operation as part of a facility operating in a producing capacity for a period equal to double the abatement period (*i.e.* seven year abatement, then in producing capacity for 14 years) in order to receive the full term of the abatement granted and not be subject to the term reduction and recapture/payment obligation provisions.

- (h) Economic Qualification. In order to be eligible for designation as a reinvestment zone and to qualify for tax abatement the planned improvement:

- (1) must be reasonably expected to increase and must actually increase the value of the property in the amount of \$1 million or more;
- (2) must create employment for at least 10 people on a full-time (40 hours per week equivalent) basis in Brazoria County for the duration of the abatement period at the abated facility site described in the tax abatement application; or alternatively, must retain and prevent the loss of employment of 10 employees or fifty percent (50%) of the existing number of employees, at the time of application, employed at or in connection with the existing facility containing the abated facility site described in the tax abatement application, whichever is greater, for the duration of the abatement period. The following is applicable to the employment retention/preventing loss of employment requirement:

a. "Existing facility" is the facility described in Section 2 (a) that will be expanded or modernized and which contains the proposed improvements to be abated. A manufacturing or processing unit or units of a larger plant complex that separately comprise a manufacturing or production sub-unit of the larger plant shall be

considered the existing facility for purposes of the Section 2(h)(2) employment retention requirement (that the planned improvements cause the retention or prevention of loss of employment of 10 employees or 50% of the employees of the existing facility, whichever is greater). For example, if a large plant complex has a sub-unit that produces chlorine and 100 employees are employed at or in connection with that unit, an expansion or modernization of all or part of that facility must result in the retention of at least 50 employees employed at or in connection with the expanded or modernized "existing facility" in order for the facility improvements to qualify for abatement.

b. Employees of a larger plant unit transferred or assigned to and employed at or in connection with a new sub-unit containing the planned improvements, constructed on undeveloped land constituting the proposed abated facility site/reinvestment zone shall be considered "created" employment for purposes of this sub-section.

The proposed number of employees to be employed at the abated facility as stated in the abatement application for the property that is the subject of the tax abatement agreement (including the projected creation or retention of employment) must be maintained for the duration of the abatement period at the abated facility site. For purposes of this sub-section, in order for a planned improvement to be considered as preventing the loss of employment or retaining employment, the abated facility/project must be necessary in order to retain or keep employment at levels as indicated in the application and in order to retain the proposed number of employees at the abated facility as indicated in the application. The owner/Applicant seeking to qualify on the basis of retention or preventing loss of employment must provide a detailed statement as an attachment to its application affirmatively representing compliance with this sub-section and explaining the necessity of this project to prevent loss of employment. Any variance from the requirements of this sub-section is subject to approval of Commissioners Court in accordance with the variance section of these Guidelines & Criteria.

- (3) must be not expected to solely or primarily have the effect of transferring employment from one part of the county to another part of the county. A variance may be requested relative to this provision which approval shall be at the sole discretion of the County.
- (4) must be necessary because capacity cannot be provided efficiently utilizing existing improved property;

Additionally, the owner of the project:

- (5) must provide for and pay, at the time of filing an application for tax abatement, a non-refundable application fee of \$1,000. A part of the application fee will be dedicated by Brazoria County to economic development programs authorized by Local Government Code, Section 381.004.
- (6) must file a plan statement with application demonstrating willingness and planned efforts to use qualified Brazoria County vendors and services where applicable in the construction and operations of the facility. Brazoria County vendors and services must be competitive with non-county vendors and services regarding price, quality, safety, availability and ability perform. It is preferred that applicant seek qualified workers who are United States citizens and veterans and also legal residents prior to seeking workers from other countries.

- (7) will annually, for the term of the abatement, contribute .000165 of the value reported in "Part IV Section F" of the abatement application (estimated value of abated improvements at the conclusion of the abatement period). Air carriers receiving abatement will contribute an amount equal to .000165 of the estimated value of the personal property of the air carrier indicated in its Application. Each project will contribute no more than \$15,000 nor less than \$1,000 annually to be used specifically to fund economic development in Brazoria County as authorized by Local Government Code, Section 381.004. The annual contribution shall be paid to Brazoria County through the County Auditor's Office on or before January 1 of each year of the tax abatement contract term.
- (8) must not file with the Brazoria County Appraisal District a valuation or taxpayer protest or notice of protest pursuant to the Texas Property Tax Code during the abatement period legally protesting the valuation of the abated improvements of a manufacturing facility pursuant to an appraisal method that produces a valuation of improvements based on each improvement's value as a separate item of personal property rather than the improvements' value as integral fixtures of a producing manufacturing facility. An owner's legal protest the improvements' value pursuant to the Texas Property Tax Code must be based on and use accepted appraisal methods and techniques allowed by law (Texas Property Tax Code) and uniform standards of professional appraisal practice. The filing of a valuation protest or notice of protest contrary to this standard shall cause the tax abatement agreement to be subject to termination and recapture of all previously abated taxes.
- (9) must not be a defendant in any litigation by the County seeking recovery or recapture of previously abated taxes.
- (i) Taxability. From the execution of the abatement contract to the end of the agreement period, taxes shall be payable as follows:
  - (1) The value of ineligible property as provided in Section 2(e) shall be fully taxable;
  - (2) the base year value of existing eligible property as determined each year shall be fully taxable; and
  - (3) the additional value of new eligible property shall be taxable in the manner described in Section 2(g).

**APPLICATION Section 3**

- (a) The Application for tax abatement may be obtained from the County Judge's Office or on the Brazoria County website at [www.brazoria-county.com](http://www.brazoria-county.com). Applicant may contact the Judge's Office at (979) 864-1200 or (281) 756-1200.
- (b) Any present or potential owner of taxable property in Brazoria County may request the creation of a reinvestment zone and tax abatement by filing a tax abatement application with Brazoria County. The application shall be filed with the County Judge by providing twelve (12) copies or an electronic version and five (5) copies. The additional copies provided will be furnished to each member of Commissioners Court and the Tax Abatement Review Committee (TARC). After filing the application,

the Applicant shall provide an economic impact analysis report, in a format comparable to the Texas Governor's economic impact analysis report, to the County Judge's Office prior to the TARC meeting on the Applicant's tax abatement application.

- (c) The application shall consist of a completed application form accompanied by: a general description of the proposed use and the general nature and extent of the modernization, expansion or new improvements which will be a part of the facility; a map and property description; a time schedule for undertaking and completing the planned improvements. In the case of modernizing, a statement of the assessed value of the facility, separately stated for real and personal property, shall be given for the tax year immediately preceding the application. The application form shall require such financial and other information as Brazoria County deems appropriate for evaluating the financial capacity and other factors of the Applicant. Applicant should not submit confidential information as part of the application. If doing so cannot be avoided, a general description in non-confidential terms should be included on the application, along with a sealed document containing the confidential information as an attachment and clearly marked "CONFIDENTIAL".
- (d) Upon receipt of a completed application, the County Judge shall notify in writing the presiding officer of the legislative body of each eligible jurisdiction. Before acting upon the application, Brazoria County Commissioners' Court shall hold a public hearing at which interested parties shall be entitled to speak and present written materials for or against the approval of the tax abatement. The public hearing shall also afford the Applicant and the designated representative of any eligible jurisdiction opportunity to show cause why the abatement should or should not be granted. Notice of the public hearing shall be clearly identified on a Brazoria County notice to be posted at least 30 days prior to the hearing.
- (e) After receipt of an application for creation of a reinvestment zone and application for abatement, the Tax Abatement Review Committee (TARC) shall prepare a feasibility study setting out the impact of the proposed reinvestment zone and tax abatement. The feasibility study shall include, but not be limited to, an estimate of the economic effect of the creation of the zone and the abatement of taxes and the benefit to the eligible jurisdiction and the property to be included in the zone. The economic impact analysis report provided by the Applicant shall be attached to the feasibility study and included as part of the feasibility study report.
- (f) If upon written request for a legal opinion or interpretation from the Commissioners' Court or its members, the legal counsel for Brazoria County determines that the application does not appear to comply with the written language of the Guidelines and Criteria, a public hearing on said application if already set, shall be postponed for a period of at least thirty days from the scheduled date of public hearing to allow time for further review by the Commissioners' Court or any duly appointed review committee, or if an initial setting has not been made, the hearing on such application shall be set on the Commissioners' Court agenda no sooner than sixty (60) days from the time the Court enters an order to set the public hearing date.

The Applicant shall file a supplement or addendum to its application to show cause why the application should be approved and shall present reasons at the public hearing on the same.

Provided that any final decision or interpretation as to the intent and meaning or policy of any provision or its written language; any final decision as to whether or not an application complies or does not comply with the guidelines and criteria; and any final decision as to whether to grant or deny tax abatement shall be made by the Commissioners' Court at its sole discretion.

- (g) Brazoria County shall not establish a reinvestment zone for the purpose of abatement if it finds that the request for the abatement was filed after the commencement of construction, alteration, or installation of improvements related to a proposed modernization, expansion or new facility.
- (h) Variance. Requests for variance from the provisions of Subsections (a) (b) (e) (g), (h) (1), (h) (2) and/or (h) (3) of Section 2 may be made in written form to the County Judge with a copy forwarded to the TARC. Such requests shall include a complete description of the circumstances explaining why the Applicant should be granted a variance. Approval of a request requires a four-fifths (4/5) vote of the Commissioners Court.
- (i) Special Variance: Air Carriers. A special variance from all applicable provisions of these guidelines and criteria, with the exception of Section 2 (h) (5) and (h) (7) may be granted allowing abatement or partial abatement of ad valorem taxes on the personal property of a certificated or non-certificated air carrier that owns or leases taxable real property in Brazoria County provided that the personal property has a value of at least \$10,000,000. Approval of a request for this variance requires a three-fourth (3/4) vote of the Commissioners Court.

**PUBLIC HEARING Section 4**

- (a) Neither a reinvestment zone nor abatement agreement shall be authorized if it is determined that:
  - (1) there would be a substantial adverse affect on the provision of government service or tax base;
  - (2) the Applicant has insufficient financial capacity;
  - (3) planned or potential use of the property would constitute hazard to public safety, health or morals; or,
  - (4) violation of other codes or laws.

**AGREEMENT Section 5**

- (a) After approval, Brazoria County Commissioners' Court shall formally pass a resolution and execute an agreement with the Applicant as required which shall include:
  - (1) estimated value to be abated and the base year value;
  - (2) percent of value to be abated each year as provided in Section 2(g);
  - (3) the commencement date and the termination date of abatement;
  - (4) the proposed use of the facility; nature of construction, time schedule, map, property description and improvement list as provided in Application, Sections II and III;

- (5) contractual obligations in the event of default, violation of terms or conditions, delinquent taxes, recapture, administration and assignment as provided in Sections 2(a), 2(f), 2(g), 2(h) 6, 7, and 8;
  - (6) size of investment and average number of jobs involved for the period of abatement; and
  - (7) provision that Applicant shall annually furnish information necessary for Brazoria County's evaluation of Applicant's compliance with the terms and conditions of the tax abatement agreement and these guidelines and criteria (in the form of an annual report/statement of compliance), together with an additional provision that Brazoria County may, at its election, request and obtain information from Applicant as is necessary for the County's evaluation of Applicant's compliance with the terms and conditions of the tax abatement agreement and these guidelines and criteria. See Attachment A.
  - (8) provision that, upon expiration of the tax abatement agreement, Applicant shall begin annually reporting the status of the abated improvements regarding active service and operation as part of a facility operating in a producing capacity. Reporting will be for the same amount of years as the tax abatement period (*i.e.* seven year abatement, then follow-up reporting for seven more years). See Attachment B.
- (b) Such agreement shall be executed within sixty (60) days after the Applicant has forwarded all necessary information and documentation to Brazoria County.

**RECAPTURE Section 6**

- (a) In the event the facility contemplated herein is completed and begins producing product or service, but the company fails to maintain the level of employment (including the projected creation or retention of employment) stated in the abatement application for the property that is the subject of the abatement agreement, the county may elect to: (1) Declare a default and terminate the abatement agreement without recapturing prior years' abated taxes; (2) Declare a default, terminate the agreement and order a recapture of all or part of the previous years' abated taxes; or (3) Set specific terms and conditions for the continuation of the abatement exemption for the duration of the term of the agreement under its present terms or alter the amount of the abatement for the remaining term of the agreement.
- (b) Should Brazoria County determine that the company or individual is in default according to the terms and conditions of its agreement, Brazoria County shall notify the company or individual in writing at the address stated in the agreement and if such is not cured within sixty (60) days from the date of such notice ("Cure Period"), then the agreement may be terminated.
- (c) In the event that the company or individual (1) allows its ad valorem taxes owed the County to become delinquent and fails to timely and properly follow the legal procedures for their protest and/or contest, or (2) violates any of the terms and conditions of the abatement agreement and fails to cure during the Cure Period, the agreement then may be terminated and all taxes previously abated by virtue of the agreement will be recaptured and paid within sixty (60) days of the termination.
- (d) Failure to provide any requested statement or information pursuant to the provisions described in Section 5(a)(7) without just cause within sixty (60) days of the request for the information or the presentation of any false or misleading statement may, at the County's option, be construed as a default by the company

or individual and cause for immediate termination of the tax abatement agreement and recapture of all previously abated taxes, if after written notice of default, the company or individual has not cured such default prior to the expiration of thirty (30) days from such written notice. The Cure Period provisions of sub-sections (b) and (c) above are not applicable to a default and termination under this paragraph.

#### **ADMINISTRATION Section 7**

- (a) The Chief Appraiser of the County shall annually determine an assessment of the real and personal property comprising the reinvestment zone. Each year, the company or individual receiving abatement shall furnish the assessor with such information as may be necessary for the abatement. Once value has been established, the Chief Appraiser shall notify the eligible jurisdictions which levies taxes on the amount of the assessment.
- (b) The agreement shall stipulate that TARC of Brazoria County will have access to the reinvestment zone during the term of the abatement to inspect the facility to determine if the terms and conditions of the agreement are being met. All inspections will be made only after the giving of twenty-four (24) hours prior notice and will only be conducted in such a manner as to not unreasonably interfere with the construction and/or operation of the facility. All inspections will be made with one or more representatives of the company or individual and in accordance with their safety standards.
- (c) Tax Abatement Review Committee:  
  
The Commissioners' Court shall appoint a standing Tax Abatement Review Committee (TARC) for purposes of (i) reviewing the tax abatement application and preparing the feasibility study report required by Section 3(d) of these guidelines; (ii) conducting annual inspections and/or evaluations of the abated facilities to insure compliance with the terms/conditions of the tax abatement agreement.
- (d) The Tax Abatement Review Committee shall be comprised of, but not limited to, a representative appointed by each Commissioners' Court member. The County Auditor, County Treasurer, District Attorney representative, and County Tax Assessor Collector shall serve as ex-officio members of the Committee to advise on abatement qualifications and procedures. The County Judge and the Commissioner of the Precinct in which a proposed abated facility will be located will serve on the Committee during the period when the Committee is preparing the feasibility study report and conducting the annual inspection and/or evaluation of the facility.
- (e) Upon completion of construction, the owner of an abated facility must submit a written report/statement of compliance annually during the life of the abatement to the Brazoria County Commissioners' Court and the Tax Abatement Review Committee clearly detailing the status of the facility and how it is complying with the abatement guidelines. The Committee shall annually evaluate each abated facility and report possible violations to the contract and agreement to the Brazoria County Commissioners' Court. A form of annual report that may be used by the owner is attached as Attachment A to these Guidelines & Criteria, and the owner's annual report shall, at a minimum, contain the information shown in the Attachment A form.
- (f) Upon expiration of the Tax Abatement term, the owner of the abated improvements must submit a written report/statement of compliance annually, beginning January 1 after the expiration of the tax abatement term, documenting that the abated improvements remain in active service and operation as

part of a facility operating in a producing capacity for an additional period equal to the abatement period granted and completed (*i.e.* seven year abatement, then in producing capacity for an additional 7 years after expiration of the tax abatement agreement) in order to receive the full term of the abatement granted and not be subject to the term reduction and recapture/payment obligation provisions. The Report shall be delivered to the County Judge. The Committee shall annually evaluate each abated facility and report possible violations to the contract and agreement to the Brazoria County Commissioners' Court. A form of annual report that may be used by the owner is attached as Attachment B to these Guidelines & Criteria, and the owner's annual report shall, at a minimum, contain the information shown in the Attachment B form.

- (g) The County shall timely file with the Texas Department of Commerce and the Property Tax Division of the State Comptroller's office all information required by the Tax Code.

### **ASSIGNMENT Section 8**

Abatement may be transferred and assigned by the holder to a new owner or lessee of the same facility upon the approval by resolution of Brazoria County subject to the financial capacity of the assignee and provided that all conditions and obligations in the abatement agreement are guaranteed by the execution of a new contractual agreement with Brazoria County. No assignment or transfer shall be approved if the new parties to the existing agreement, the new owner or new lessee are liable to Brazoria County or any eligible jurisdiction for delinquent taxes or other obligations. Approval shall not be unreasonably withheld.

### **PROVISIONS REGARDING CITY-INITIATED ABATEMENTS Section 9**

- (a) This section is applicable to tax abatement applications for property located in a reinvestment zone designated by a city and applications by Applicants who have previously entered into a tax abatement agreement with a city regarding that property.
- (b) All provisions of these Guidelines & Criteria are applicable to city-initiated reinvestment zones and abated areas within a city's territorial limits unless otherwise stated herein or provided by law.
- (c) An Applicant shall file a tax abatement application on the County's application form together with all attachments and statements described in the application instructions and in subsection (d) herein below.
- (d) Upon receipt of a tax abatement application applicable to property within a city-designated reinvestment zone subject to a city's tax abatement agreement, the application shall be reviewed for approval as to (a) correct application form, (b) represented compliance with economic value estimates and employment criteria of Section 2(h) of the Guidelines & Criteria, (c) legal description requirements, (d) attachment of a correct copy of the city's ordinance designating the area as a reinvestment zone and granting abatement and (e) attachment of a correct copy of the fully executed tax abatement agreement between the city and the Applicant.
- (e) After review (and subject to approval of the matters in (d) above), the public hearing on the tax abatement shall be scheduled at the Commissioners Court meeting that next follows the one at which the Order Setting Hearing Date is entered, unless otherwise ordered by Commissioners Court. If there are any compliance problems with the application (including any problems to be resolved or amendments to

the application to be made prior to the public hearing), the County Judge and Precinct Commissioners shall be advised of these compliance problems/matters to be resolved in a memo from the Civil Division-District Attorney's Office transmitting the Order Setting Hearing Date. No hearing shall be set on any application that fails to attach both the ordinance designating reinvestment zone and the copy of the fully executed tax abatement agreement between the city and the Applicant, or which is deficient as to application form or legal description. In such case the Applicant shall be informed of the necessity of attaching those documents or making necessary corrections, and there will be no further processing of the application until the same are received.

- (f) The notice provisions of Section 3 (c) are not applicable to an application under this section.
- (g) The percentage of property value abated and the term of abatement shall be the same as that stated in the city's tax abatement agreement unless otherwise specifically ordered in the Commissioners Court order granting abatement.

#### **SUNSET PROVISION Section 10**

- (a) These Guidelines and Criteria are effective upon the date of their adoption and will remain in force for two years, at which time all reinvestment zones and tax abatement contracts created pursuant to its provisions will be reviewed by Brazoria County to determine whether the goals have been achieved. Based on that review, the Guidelines and Criteria will be modified, renewed or eliminated, provided that such actions shall not affect existing contracts or applications for tax abatement filed prior to the expiration of said Guidelines and Criteria. Applications for abatement filed prior to the expiration of the Guidelines and Criteria shall be governed by the provisions of these Guidelines and Criteria regardless of any subsequent modification or amendment.
- (b) This policy is mutually exclusive of existing Industrial District Contracts and owners of real property in areas deserving of special attention as agreed by the eligible jurisdictions.
- (c) These guidelines and policies for Tax Abatement shall be effective May 11, 2012, and shall remain in force until May 11, 2014, unless amended or superseded, modified, renewed, or eliminated by Commissioners' Court prior to that date.

# ATTACHMENT

## A

(TO THE BRAZORIA COUNTY GUIDELINES & CRITERIA FOR GRANTING TAX  
ABATEMENT)

*(This form is located at [www.brazoria-county.com](http://www.brazoria-county.com) )*

ANNUAL REPORT FORM

**ANNUAL REPORT**  
PURSUANT TO SECTION 5(a)(7) AND 7(e) OF  
THE BRAZORIA COUNTY GUIDELINES &  
CRITERIA ON TAX ABATEMENT

RE: TAX ABATEMENT AGREEMENT

\_\_\_\_\_ (Company/Owner Name)

REINVESTMENT ZONE (RZ) NO. \_\_\_\_\_ (Number of RZ, if applicable)

1. Commencement and/or completion date of the contemplated improvements described in the tax abatement agreement.

Date of commencement of construction: \_\_\_\_\_

Date of completion all contemplated improvements: \_\_\_\_\_

2. Number of permanent employees, contract employees and temporary contract employees currently employed by you at the tax abated facility location or construction site as of the date of this Report. (See definitions below).

Permanent Employees: \_\_\_\_\_

\* Permanent Contract Employees \_\_\_\_\_  
(\* List contract employees employed on a full-time, 40 hours per week equivalency basis and who are expected to be employed on a full-time basis for the duration of the abatement period. Do not include temporary contract employees.)

\*\*Temporary Contract Employees \_\_\_\_\_  
(\*\*List temporary contract employees who are employed for a temporary period ending prior to expiration of the tax abatement term)

3. Status of construction of the contemplated improvements, percentage of construction completed and Owner's estimate of taxable value of constructed improvements on the date of the Report.

Percentage of construction completed: \_\_\_\_\_

Estimated value of Improvements: \_\_\_\_\_  
As of \_\_\_\_\_

4. Status of production of the completed facility and the productive service capacity of the improvements. (only applicable to a completed facility that has previously commenced production)

Is the abated facility currently producing the product or similar product described in the tax abatement agreement?

**Check One**  
( ) Yes or ( ) No

If the answer to the above question is "No", please state the date or time period when production ceased and attach a narrative explanation of the reason for cessation of production as Attachment B.

\_\_\_\_\_

If production at this abated facility is shut down, please state the expected date or time period, if any, at which/during which you expect the facility to resume production operations. If you do not expect to resume production at this abated facility, please state "plant closed" in the blank space.

\_\_\_\_\_

State your estimate of the expected productive life of the abated facility and its improvements as measured from the beginning date of production until the expected permanent cessation of production (or in other words, the total number of years, if any, that you expect the abated facility improvements to be in service as part of the operations of a producing facility, including in your total any previous years of production prior to the date of this report.)

\_\_\_\_\_

5. Include a narrative of your use of Brazoria County vendors and services and attach the same as Attachment A to this Report.

Is the narrative on use of Brazoria County vendors and Services attached?

**Check One**  
( ) Yes or ( ) No

To the best of my knowledge, the above information and estimates are true and correct.

Owner: \_\_\_\_\_

By: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title/Position \_\_\_\_\_

Date: \_\_\_\_\_

# ATTACHMENT B

(TO THE BRAZORIA COUNTY GUIDELINES & CRITERIA FOR GRANTING TAX  
ABATEMENT)

*(This form is located at [www.brazoria-county.com](http://www.brazoria-county.com) )*

REPORT FORM  
After the initial term of the  
Tax Abatement Agreement

**PRODUCTIVE LIFE REPORT**  
**TAX ABATEMENT TERM COMPLETED**  
PURSUANT TO SECTION 5(a)(8) AND 7(f) OF  
THE BRAZORIA COUNTY GUIDELINES &  
CRITERIA ON TAX ABATEMENT

RE: TAX ABATEMENT AGREEMENT

\_\_\_\_\_ (Company/Owner Name)

REINVESTMENT ZONE (RZ) NO. \_\_\_\_\_ (Number of RZ, if applicable)

Effective Date of Tax Abatement: \_\_\_\_\_

1. Status of production of the completed facility and the productive service capacity of the improvements.

Is the abated facility currently producing the product or similar product described in the tax abatement agreement?

**Check One**  
( ) Yes or ( ) No

If the answer to the above question is "No", please state the date or time period when production ceased and attach a narrative explanation of the reason for cessation of production as Attachment A.

\_\_\_\_\_

If production at this abated facility is shut down, please state the expected date or time period, if any, at which/during which you expect the facility to resume production operations. If you do not expect to resume production at this abated facility, please state "plant closed" in the blank space.

\_\_\_\_\_

State your estimate of the expected productive life of the abated facility and its improvements as measured from the beginning date of production until the expected permanent cessation of production (*or in other words*, the total number of years, if any, that you expect the abated facility improvements to be in service as part of the operations of a producing facility, including in your total any previous years of production prior to the date of this report.)

\_\_\_\_\_

To the best of my knowledge, the above information and estimates are true and correct.

Owner: \_\_\_\_\_

By: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title/Position \_\_\_\_\_

Date: \_\_\_\_\_

# TAB 17

## Signature and Certification Page

**SECTION 16. AUTHORIZED SIGNATURES AND APPLICANT CERTIFICATION**

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in **Tab 17**.

**1. Authorized School District Representative Signature**

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

Signature (Authorized School District Representative) <i>Karin Holacka</i>		Date <i>2-11-14</i>
Printed Name (Authorized School District Representative) <i>Karin Holacka</i>		Title <i>Superintendent</i>

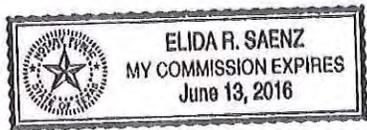
**2. Authorized Company Representative (Applicant) Signature and Notarization**

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

Signature (Authorized Company Representative (Applicant)) <i>Christopher P. Witte</i>		Date <i>Feb 6<sup>th</sup> 2014</i>
Printed Name (Authorized Company Representative (Applicant)) <i>Christopher Witte</i>		Title <i>Sr. Vice President: Freeport Site Manager</i>

GIVEN under my hand and seal of office this 6 day of February, 2014



(Notary Seal)

*Elida R. Saenz*  
Notary Public, State of Texas

My commission expires June 13, 2016

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code § 37.10.

NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

**Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)**

**Applicant Name**    **BASF Corporation**  
**ISD Name**            **Brazosport ISD**

**Form 50-296A**  
Revised Feb 2014

PROPERTY INVESTMENT AMOUNTS									
(Estimated Investment in each year. Do not put cumulative totals.)									
				Column A	Column B	Column C	Column D	Column E	
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in <b>tangible personal property</b> placed in service during this year that will become Qualified Property	New investment made during this year in <b>buildings or permanent nonremovable components of buildings</b> that will become Qualified Property	Other new investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Other new investment made during this year that may become Qualified Property [SEE NOTE]	Total Investment (Sum of Columns A+B+C+D)	
Investment made before filing complete application with district		Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2014	Not eligible to become Qualified Property				[The only other investment made before filing complete application with district that may become Qualified Property is land.]	
Investment made after filing complete application with district, but before final board approval of application	--			\$ -	\$ -	\$ -	\$ -	\$ -	
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				\$ -	\$ -	\$ -	\$ -	\$ -	
Complete tax years of qualifying time period	QTP1	2015-2016	2015	\$ 375,000,000.00	\$ -	\$ -	\$ -	\$ 375,000,000.00	
	QTP2	2016-2017	2016	\$ 375,000,000.00	\$ -	\$ -	\$ -	\$ 375,000,000.00	
<b>Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]</b>				\$ 750,000,000.00	\$ -	\$ -	\$ -	\$ 750,000,000.00	
				<b>Enter amounts from TOTAL row above in Schedule A2</b>					
<b>Total Qualified Investment (sum of green cells)</b>				\$ 750,000,000.00					

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.

Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

**Schedule A2: Total Investment for Economic Impact (including Qualified Property and other investments)**

**Applicant Name** BASF Corporation  
**ISD Name** Brazosport ISD

**Form 50-296A**  
 Revised Feb 2014

PROPERTY INVESTMENT AMOUNTS								
(Estimated Investment in each year. Do not put cumulative totals.)								
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in <b>tangible personal property</b> placed in service during this year that will become Qualified Property	New investment made during this year in <b>buildings or permanent nonremovable components of buildings</b> that will become Qualified Property	Other investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Other investment made during this year that will become Qualified Property (SEE NOTE)	Total Investment (A+B+C+D)
Total Investment from Schedule A1*	--	<b>TOTALS FROM SCHEDULE A1</b>		\$ 750,000,000.00	\$ -	\$ -	\$ -	\$ 750,000,000.00
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2014-2017	2014-2016	\$ -	\$ -	\$ -	\$ -	\$ -
Value limitation period***	1	2017-2018	2017	\$ -	\$ -	\$ -	\$ -	\$ -
	2	2018-2019	2018	\$ -	\$ -	\$ -	\$ -	\$ -
	3	2019-2020	2019	\$ -	\$ -	\$ -	\$ -	\$ -
	4	2020-2021	2020	\$ -	\$ -	\$ -	\$ -	\$ -
	5	2021-2022	2021	\$ -	\$ -	\$ -	\$ -	\$ -
	6	2022-2023	2022	\$ -	\$ -	\$ -	\$ -	\$ -
	7	2023-2024	2023	\$ -	\$ -	\$ -	\$ -	\$ -
	8	2024-2025	2024	\$ -	\$ -	\$ -	\$ -	\$ -
	9	2025-2026	2025	\$ -	\$ -	\$ -	\$ -	\$ -
	10	2026-2027	2026	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Total Investment made through limitation</b>				\$ -	\$ -	\$ -	\$ -	\$ -
Continue to maintain viable presence	11	2027-2028	2027			\$ -		\$ -
	12	2028-2029	2028			\$ -		\$ -
	13	2029-2030	2029			\$ -		\$ -
	14	2030-2031	2030			\$ -		\$ -
	15	2031-2032	2031			\$ -		\$ -
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2032-2033	2032			\$ -		\$ -
	17	2033-2034	2033			\$ -		\$ -
	18	2034-2035	2034			\$ -		\$ -
	19	2035-2036	2035			\$ -		\$ -
	20	2036-2037	2036			\$ -		\$ -
	21	2037-2038	2037			\$ -		\$ -
	22	2038-2039	2038			\$ -		\$ -
	23	2039-2040	2039			\$ -		\$ -
	24	2040-2041	2040			\$ -		\$ -
	25	2041-2042	2041			\$ -		\$ -

\* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the **first row**.

\*\* Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

\*\*\* If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were **not** captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.

Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

**Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)**

**Applicant Name**      **BASF Corporation**  
**ISD Name**            **Brazosport ISD**

**Form 50-296A**

*Revised Feb 2014*

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year)    YYYY	Qualified Property			Estimated Taxable Value		
				Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2014-2015	2014	\$ 103,690.00	\$ -	\$ -	\$ -	\$ 103,690.00	\$ 103,690.00
	1	2015-2016	2015	\$ 103,690.00	\$ -	\$ -	\$ -	\$ 103,690.00	\$ 103,690.00
	2	2016-2017	2016	\$ 103,690.00	\$ -	\$ 375,000,000	\$ 337,500,000.00	\$ 337,603,690.00	\$ 337,603,690.00
Value Limitation Period	1	2017-2018	2017	\$ 103,690.00	\$ -	\$ 600,000,000	\$ 540,000,000.00	\$ 540,103,690.00	\$ <b>30,000,000.00</b>
	2	2018-2019	2018	\$ 103,690.00	\$ -	\$ 639,530,000	\$ 575,577,000.00	\$ 575,680,690.00	\$ <b>30,000,000.00</b>
	3	2019-2020	2019	\$ 103,690.00	\$ -	\$ 712,500,000	\$ 641,250,000.00	\$ 641,353,690.00	\$ <b>30,000,000.00</b>
	4	2020-2021	2020	\$ 103,690.00	\$ -	\$ 675,000,000	\$ 607,500,000.00	\$ 607,603,690.00	\$ <b>30,000,000.00</b>
	5	2021-2022	2021	\$ 103,690.00	\$ -	\$ 637,500,000	\$ 573,750,000.00	\$ 573,853,690.00	\$ <b>30,000,000.00</b>
	6	2022-2023	2022	\$ 103,690.00	\$ -	\$ 600,000,000	\$ 540,000,000.00	\$ 540,103,690.00	\$ <b>30,000,000.00</b>
	7	2023-2024	2023	\$ 103,690.00	\$ -	\$ 562,500,000	\$ 506,250,000.00	\$ 506,353,690.00	\$ <b>30,000,000.00</b>
	8	2024-2025	2024	\$ 103,690.00	\$ -	\$ 525,000,000	\$ 472,500,000.00	\$ 472,603,690.00	\$ <b>30,000,000.00</b>
	9	2025-2026	2025	\$ 103,690.00	\$ -	\$ 487,500,000	\$ 438,750,000.00	\$ 438,853,690.00	\$ <b>30,000,000.00</b>
	10	2026-2027	2026	\$ 103,690.00	\$ -	\$ 450,000,000	\$ 405,000,000.00	\$ 405,103,690.00	\$ <b>30,000,000.00</b>
Continue to maintain viable presence	11	2027-2028	2027	\$ 103,690.00	\$ -	\$ 412,500,000	\$ 371,250,000.00	\$ 371,353,690.00	\$ 371,353,690.00
	12	2028-2029	2028	\$ 103,690.00	\$ -	\$ 375,000,000	\$ 337,500,000.00	\$ 337,603,690.00	\$ 337,603,690.00
	13	2029-2030	2029	\$ 103,690.00	\$ -	\$ 337,500,000	\$ 303,750,000.00	\$ 303,853,690.00	\$ 303,853,690.00
	14	2030-2031	2030	\$ 103,690.00	\$ -	\$ 337,500,000	\$ 303,750,000.00	\$ 303,853,690.00	\$ 303,853,690.00
	15	2031-2032	2031	\$ 103,690.00	\$ -	\$ 337,500,000	\$ 303,750,000.00	\$ 303,853,690.00	\$ 303,853,690.00
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2032-2033	2032	\$ 103,690.00	\$ -	\$ 337,500,000	\$ 303,750,000.00	\$ 303,853,690.00	\$ 303,853,690.00
	17	2033-2034	2033	\$ 103,690.00	\$ -	\$ 337,500,000	\$ 303,750,000.00	\$ 303,853,690.00	\$ 303,853,690.00
	18	2034-2035	2034	\$ 103,690.00	\$ -	\$ 330,000,000	\$ 297,000,000.00	\$ 297,103,690.00	\$ 297,103,690.00
	19	2035-2036	2035	\$ 103,690.00	\$ -	\$ 330,000,000	\$ 297,000,000.00	\$ 297,103,690.00	\$ 297,103,690.00
	20	2036-2037	2036	\$ 103,690.00	\$ -	\$ 330,000,000	\$ 297,000,000.00	\$ 297,103,690.00	\$ 297,103,690.00
	21	2037-2038	2037	\$ 103,690.00	\$ -	\$ 330,000,000	\$ 297,000,000.00	\$ 297,103,690.00	\$ 297,103,690.00
	22	2038-2039	2038	\$ 103,690.00	\$ -	\$ 322,500,000	\$ 290,250,000.00	\$ 290,353,690.00	\$ 290,353,690.00
	23	2039-2040	2039	\$ 103,690.00	\$ -	\$ 322,500,000	\$ 290,250,000.00	\$ 290,353,690.00	\$ 290,353,690.00
	24	2040-2041	2040	\$ 103,690.00	\$ -	\$ 322,500,000	\$ 290,250,000.00	\$ 290,353,690.00	\$ 290,353,690.00
	25	2041-2042	2041	\$ 103,690.00	\$ -	\$ 322,500,000	\$ 290,250,000.00	\$ 290,353,690.00	\$ 290,353,690.00

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.  
 Only include market value for eligible property on this schedule.

**Schedule C: Employment Information**

**Applicant Name**                      **BASF Corporation**  
**ISD Name**                                **Brazosport ISD**

**Form 50-296A**

*Revised Feb 2014*

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2014-2015	2014	0	N/A	N/A	0	N/A
	1	2015-2016	2015	150 FTE	\$ 52,000.00	N/A	0	N/A
	2	2016-2017	2016	600 FTE	\$ 52,000.00	N/A	10	\$ 61,000.00
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	2017-2018	2017			N/A	10	\$ 61,000.00
	2	2018-2019	2018			N/A	10	\$ 61,000.00
	3	2019-2020	2019			N/A	10	\$ 61,000.00
	4	2020-2021	2020			N/A	10	\$ 61,000.00
	5	2021-2022	2021			N/A	10	\$ 61,000.00
	6	2022-2023	2022			N/A	10	\$ 61,000.00
	7	2023-2024	2023			N/A	10	\$ 61,000.00
	8	2024-2025	2024			N/A	10	\$ 61,000.00
	9	2025-2026	2025			N/A	10	\$ 61,000.00
	10	2026-2027	2026			N/A	10	\$ 61,000.00
Years Following Value Limitation Period	11 through 25	2027-2042	2027-2041			N/A	10	\$ 61,000.00

Notes: See TAC 9.1051 for definition of non-qualifying jobs.  
 Only include jobs on the project site in this school district.

- C1.** Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts)       Yes       No
- If yes, answer the following two questions:
- C1a.** Will the applicant request a job waiver, as provided under 313.025(f-1)?       Yes       No
- C1b.** Will the applicant avail itself of the provision in 313.021(3)(F)?       Yes       No

**Schedule D: Other Incentives (Estimated)**

**Applicant Name**  
**ISD Name**

**BASF Corporation**  
**Brazosport ISD**

**Form 50-296A**  
*Revised Feb 2014*

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Brazoria County and R&B (pending)	2016	7 Years	\$23,130,956 (estimated)	100% - All years	\$0 (estimated)
	City: Cities of Clute and Freeport (pending)	2016	N/A	N/A	N/A	N/A
	Other: Velasco Drainage District, Brazosport College, Port Freeport (pending)	2016	7 Years	\$19,394,188 (estimated)	100% - All years	\$0 (estimated)
Local Government Code Chapters 380/381	County: N/A					
	City: N/A					
	Other: N/A					
Freeport Exemptions	Information not available					
Non-Annexation Agreements	N/A					
Enterprise Zone/Project	N/A					
Economic Development Corporation	N/A					
Texas Enterprise Fund						
Employee Recruitment	N/A					
Skills Development Fund	N/A					
Training Facility Space and Equipment	N/A					
Infrastructure Incentives	N/A					
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
<b>TOTAL</b>				\$ 42,525,144.00		\$ -

Additional information on incentives for this project: