

**AMENDMENT NO. 1
TO THE SUBSTATION AGREEMENT
BETWEEN THE
CITY OF SANTA CLARA, CALIFORNIA
AND
VANTAGE DATA CENTERS CA31, LLC**

PREAMBLE

This Amendment No. 1 to the Substation Agreement (“Amendment No. 1”) is entered into between the City of Santa Clara, California, a chartered California municipal corporation (“City”) and Vantage Data Centers CA31, LLC, a Delaware Limited Liability Company (“Customer”). City and Customer may be referred to individually as a “Party” or collectively as the “Parties”.

RECITALS

- A. The Parties previously entered into an agreement entitled “Substation Agreement By and Between the City of Santa Clara, California and Vantage Data Centers CA31, LLC for Services Between the City of Santa Clara, California, and Vantage Data Centers CA31, LLC”, dated October 13, 2022 (Agreement) and
- B. The Parties wish to amend the Agreement to update Exhibit E – Available Capacity Schedule and Exhibit G1 – Vantage Portfolio Operating Limit.

NOW, THEREFORE, the Parties agree as follows:

AMENDMENT TERMS AND CONDITIONS

- 1. EXHIBIT E of the Agreement, entitled “AVAILABLE CAPACITY SCHEDULE”, is deleted and replaced with “EXHIBIT E AVAILABLE CAPACITY SCHEDULE, AMENDED DECEMBER 1, 2024”, attached hereto and incorporated into the Agreement by reference.
- 2. EXHIBIT G1 of the Agreement, entitled “VANTAGE PORTFOLIO OPERATING LIMIT”, is deleted and replaced with “EXHIBIT G1 VANTAGE PORTFOLIO OPERATING LIMIT, AMENDED DECEMBER 1, 2024”, attached hereto and incorporated into the Agreement by reference.
- 3. Except as set forth herein, all other terms and conditions of the Agreement shall remain in full force and effect. In case of a conflict in the terms of the Agreement and this Amendment No. 1, the provisions of this Amendment No. 1 shall control.

[SIGNATURES ON FOLLOWING PAGE]

The Parties acknowledge and accept the terms and conditions of this Amendment No. 1 as evidenced by the following signatures of their duly authorized representatives.

CITY OF SANTA CLARA, CALIFORNIA
a chartered California municipal corporation

Approved as to Form: _____

Dated: _____

GLEN R. GOOGINS
City Attorney

JŌVAN D. GROGAN
City Manager
City of Santa Clara
1500 Warburton Avenue
Santa Clara, CA 95050
Telephone: (408) 615-2210
Fax: (408) 241-6771

“CITY”

VANTAGE DATA CENTERS CA31, LLC
a Delaware limited liability Company

Dated: _____

By (Signature): _____

Name: Jeffery Tench

Title: President

Principal Place of Business Address: 2820 Northwestern Parkway
San Jose, CA 95131

Email Address: jtench@vantage-dc.com

Telephone: (303) 562-6744

“CUSTOMER”

EXHIBIT E
AVAILABLE CAPACITY SCHEDULE
AMENDED DECEMBER 1, 2024

- I. SVP will make commercially reasonable efforts to provide Available Capacity for Customer's use based on the timeline shown in Table E1 ("Available Capacity Schedule").
- II. The start date of the Available Capacity Schedule is the July 1st following the energization of the Substation Facilities ("Capacity Start Date"). Where load development fees are due pursuant to Table E1, City will invoice customer for Load Development Fee Payment after July 1 of the applicable year.
- III. The Phase Start Date for each phase assumes Customer has paid all amounts due including, but not limited to, Load Development Fees and charges included in Exhibit D before the start of that Phase.
- IV. Table E1 - Available Capacity Schedule is subject to the provisions of Section VI.F. (Capacity Reduction) of the Agreement.

Table E1 -Available Capacity Schedule

Load Phase	Phase Start Date	Phase End Date	Year	Available Capacity (MVA)	Capacity for Load Development Fee Payment (MVA)	Cumulative Paid Capacity (Max 99 MVA)
Interim Service	Interim Service Facilities complete	3 months after substation facilities energized	2022 to 2023	2.5 MVA	20 MVA	20 MVA
0	Substation Facilities Energized	3 years after energization of Substation Facilities	2024	19 MVA	0 MVA	20 MVA
			2025	22 MVA	10 MVA	30 MVA
			2026	40.5 MVA	10 MVA	40 MVA
1	Date Substation Facilities Energized +3 years	3 years after Phase 1 Start Date	2027	40.5 MVA*	10 MVA	50 MVA
			2028	40.5 MVA*	0 MVA	50 MVA
			2029	40.5 MVA*	0 MVA	50 MVA
2	Date Substation Facilities Energized +6 years	3 years after Phase 2 Start Date	2030	40.5 MVA*	0 MVA	50 MVA
			2031	40.5 MVA*	0 MVA	50 MVA
			2032	40.5 MVA*	0 MVA	50 MVA
3	Date Substation Facilities Energized +8 years	2 years after Phase 3 Start Date	2033	40.5 MVA*	0 MVA	50 MVA
			2034	40.5 MVA*	0 MVA	50 MVA

*To exceed 40.5 MVA at this location, additional loop configuration or an additional loop may be required which may delay ramp increase.

**EXHIBIT G
EXHIBIT G1**

**VANTAGE PORTFOLIO OPERATING LIMIT
AMENDED DECEMBER 1, 2024**

Table G-1 -Available Capacity Schedule for Vantage Properties

Vantage Portfolio Capacity Operation Limits for the following Vantage Properties per the Letter from Manuel Pineda to Sam Huckaby, dated 9/24/2020 and attached as Exhibit G2:

- 2820 Northwestern
- 2897 Northwestern
- 737 Mathew
- 2590 Walsh

Year	2897 Northwestern (MVA)	2820 Northwestern (MVA)	737 Mathew (MVA)	2590 Walsh (MVA)	Total Portfolio (MVA)
2024	6.5	50.0	47.0	19.0	122.5
2025	8.0	57.0	66.0	22.0	153.0
2026	8.0	60.0	72.0	40.5	180.5
2027	8.0	60.0	84.0	40.5	192.5*
2028	8.0	60.0	84.0	40.5	192.5*
2029	8.0	60.0	84.0	40.5	192.5*
2030	8.0	60.0	84.0	40.5	192.5*
2031	8.0	60.0	84.0	40.5	192.5*
2032	8.0	60.0	84.0	40.5	192.5*
2033	8.0	60.0	84.0	40.5	192.5*

* Limited to 192.5 MVA until such time as SVP, in its sole discretion, determines that SVP can accommodate additional MVA; provided, however, that such determination shall not occur earlier than (1) the completion of SVP transmission and CAISO controlled transmission grid projects and (2) the increase of system capacity.