

SETBACK WAIVER AGREEMENT

THIS SETBACK WAIVER AGREEMENT ("Setback Waiver Agreement") is entered into effective as of January 17, 2019 by and between Earl D. Syverson and Susan C. Syverson, husband and wife ("Landowner"), and Aurora Wind Project, LLC, a Delaware limited liability company ("Aurora").

Landowner and Aurora entered into that a Transmission Line Easement Agreement, dated effective as of April 15, 2018, and the associated Memorandum of Easement Agreement, dated effective as of April 15, 2018, was recorded on March 28, 2018 as Document No. 846200 (the "Easement"). Pursuant to the Easement, Landowner granted to Aurora an easement over a portion of the real property described on the attached Exhibit A ("Property") for the construction, operation, and maintenance of a 345 kilovolt transmission line ("Transmission Line") associated with the Aurora Wind Project.

As part of the regulatory approvals that Aurora is seeking for the Transmission Line, Aurora is required to adhere to the five hundred foot avoidance-area criterion for an inhabited rural residence, as set forth in North Dakota Century Code ("N.D.C.C.") § 49-22-05.1 and North Dakota Administrative Code ("N.D.A.C.") § 69-06-08-02. However, N.D.C.C. § 49-22-05.1 allows a landowner to waive the five hundred foot avoidance-area criterion for an inhabited rural residence:

The five hundred foot [152.4 meter] avoidance area criteria for an inhabited rural residence may be waived by the owner of the inhabited rural residence in writing.

By signing this Setback Waiver Agreement, Landowner acknowledges that Landowner owns an inhabited rural residence located on the Property that is within five hundred feet of the proposed location of Aurora's Transmission Line and voluntarily agrees to waive the five hundred foot inhabited rural residence avoidance-area criterion set forth in N.D.C.C. § 49-22-05.1 and N.D.A.C. § 69-06-08-02. By signing this Setback Waiver Agreement, Landowner specifically agrees that Aurora may locate the Transmission Line less than 500 feet from Landowner's inhabited rural residence.

[SIGNATURES FOLLOW ON SEPARATE SHEETS]

Dated this 17 day of Jan., 2019.

LANDOWNER:

Signature: Earl D. Syverson

Print Name: Earl D. Syverson

Address: 6944-103rd Avenue NW
Tioga, ND 58852

Telephone: 701-664-2488

LANDOWNER:

Signature: Susan C. Syverson

Print Name: Susan C. Syverson

Address: 6944-103rd Avenue NW
Tioga ND 58852

Telephone: 701-664-2488

AURORA:

AURORA WIND PROJECT, LLC,
a Delaware limited liability company

By: Vicki Schumacher
Name: VICKI SCHUMACHER
Title: VICE PRESIDENT

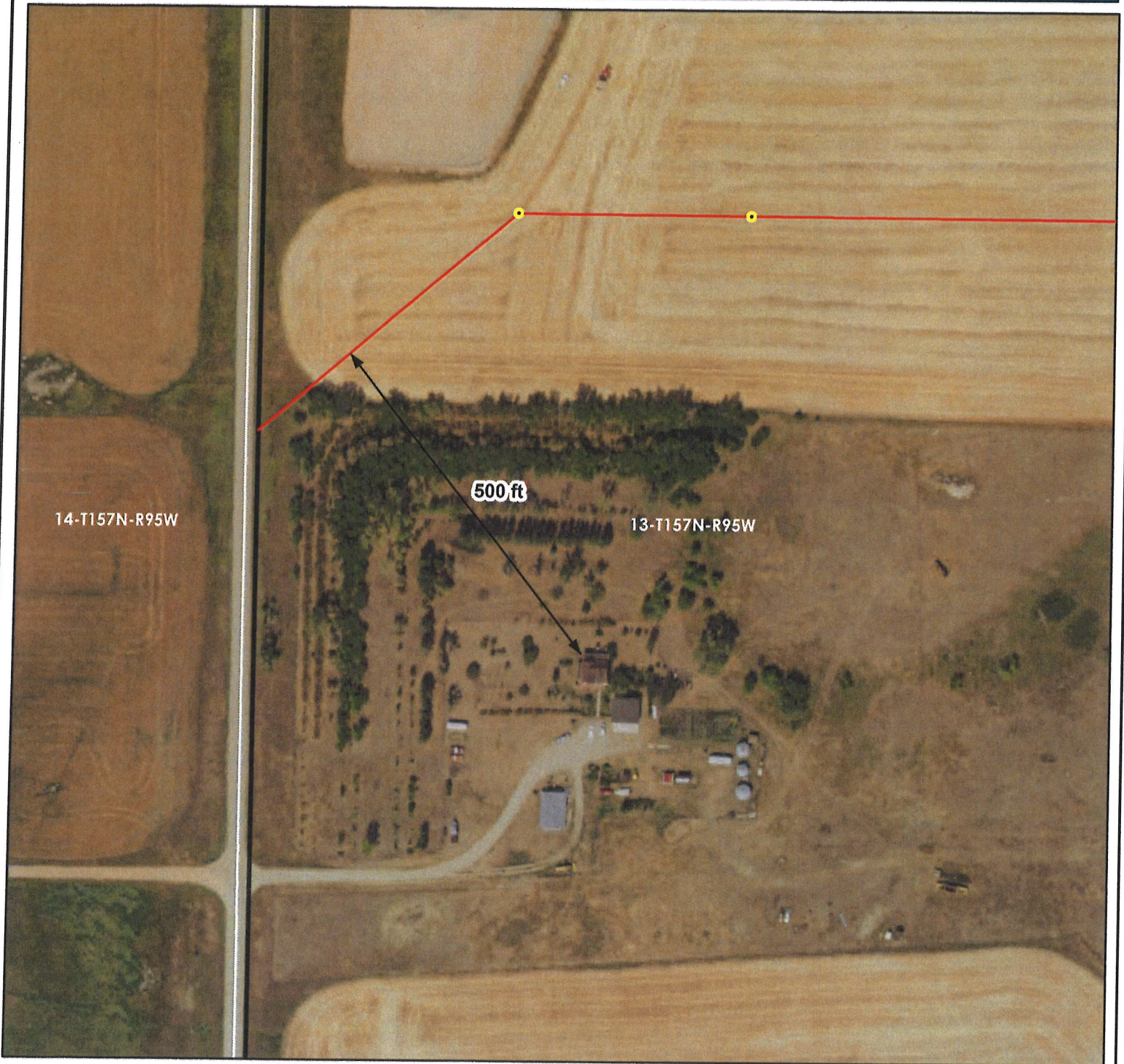
EXHIBIT A

Description of the Property




THE FOLLOWING REAL PROPERTY IN THE COUNTY OF WILLIAMS, STATE OF NORTH DAKOTA:

Tract 1: Township 157 North, Range 95 West of the 5th P.M., Williams County, North Dakota
Section 13: SW1/4NE1/4, S1/2NW1/4, SW1/4, W1/2SE1/4

Syverson, Earl D. & Susan C. - Transmission Line



Legend

-  Syverson, Earl D. & Susan C.
-  Proposed Transmission Line
-  Proposed Transmission Structure



0 0.01 0.02 0.04 Miles

Scale: 1:2,155

Coordinate System: NAD 1983 StatePlane North Dakota North FIPS 3301 Feet

The following companies and organizations provided data that contributed to the production of this map.

U.S. Geological Survey (USGS)
 Environmental Systems Research Institute (ESRI)
 WhiteStar Corporation

Date: 1/17/2019

