



A Subsidiary of MDU Resources Group, Inc.

400 North Fourth Street
Bismarck, ND 58501
701-222-7900
www.montana-dakota.com

March 26, 2024

Mr. Steve Kahl
Executive Secretary
North Dakota Public Service Commission
State Capitol Building
Bismarck, ND 58505-0480

Re: APLD ELN-02 Electric Service Agreement
Case No. PU-23-322

Dear Mr. Kahl:

Montana-Dakota Utilities Co. (Montana-Dakota or Company) herewith submits to the North Dakota Public Service Commission (Commission) an agreement between Montana-Dakota and APLD ELN-02 LLC (Applied Digital or Customer) extending the Conditions Precedent (CP) deadline of March 31, 2024, included in the Electric Service Agreement (ESA) pending before the Commission in the above referenced case, to May 31, 2024 to allow additional time for Commission approval of the Agreement and the associated Certificates of Public Convenience and Necessity pending in Case Nos. PU-23-320 and PU-23-321. The CP extension agreement is attached hereto as Attachment A.

Pursuant to Section 2 of the pending ESA, the parties agreed to certain CPs including (1) approval by the North Dakota Public Service Commission (NDPSC) with modifications acceptable to both Parties, and (2) approval by the NDPSC of a Certificate of Public Convenience and Necessity required to serve the Customer's load at this location, with a Conditions Precedent Deadline Date of March 31, 2024 ("CP Deadline"). Absent Commission approval of the pending ESA or a mutually agreed to extension of the CP Deadline, the agreement would have terminated.

The Parties to the ESA mutually agreed to extend the CP deadline under Section 2 of the ESA to May 31, 2024 to allow additional time for Commission approval of the pending ESA. Except as modified by the terms of the attached agreement, the remaining terms of the ESA remain in full force and effect in accordance with the terms as filed in the pending ESA.

If you have any questions regarding this filing, please contact me at (701) 222-7855 or travis.jacobson@mdu.com.

Sincerely,

/s/ Travis R. Jacobson

Travis R. Jacobson
Director of Regulatory Affairs

Attachments

cc: Garret Senger
Paul Sanderson



400 North Fourth Street
Bismarck, ND 58501
(701) 222-7900

March 21, 2024

Applied Digital Corporation
David Rench
Chief Financial Officer
3811 Turtle Creek Blvd., Suite 2100
Dallas, TX 75219

Re: CP Deadline Extension Letter Agreement – APLD ELN-02 LLC

Montana-Dakota Utilities Co. (Montana-Dakota), referred to as (“**Company**”) and Applied Digital Corporation d/b/a APLD ELN-02 LLC (“**Customer**”) are parties to the High Density Contracted Demand Response Electric Service Agreement dated September 25, 2023 (the “**ESA**”), whereby Company provides electric power to Customer’s facilities near Ellendale, North Dakota, pursuant to the terms and conditions in the High Density Contracted Demand Response Rate 45.

Company currently has a pending request with the North Dakota Public Service Commission (“**PSC**”) for approval of the ESA. The terms and conditions of the ESA are adopted and incorporated as part of this letter agreement. A copy of the ESA is attached hereto as Exhibit A.

Pursuant to the terms of the Agreement, the parties agreed to certain Conditions Precedent in Section 2 of the ESA including (1) approval by the North Dakota Public Service Commission (NDPSC) with modifications acceptable to both Parties, and (2) Approval by the NDPSC of a Certificate of Public Convenience and Necessity required to serve the Customer’s load at this location, with a Conditions Precedent Deadline Date of March 31, 2024 (“**CP Deadline**”).

In consideration of the foregoing, the parties agree to the following extension of the CP Deadline set forth in this letter agreement:

1. The parties agree to mutually extend the CP Deadline date in Section 2 of the ESA to May 31, 2024 to allow the NDPSC additional time to approve the Agreement and Certificate of Public Convenience and Necessity for the Customer’s load location.
2. This letter agreement, together with the ESA (including all exhibits and schedules thereto) and letter agreement dated January 19, 2024, represent the entire understanding and agreements between the parties with respect to the subject matter hereof and supersedes all prior oral and written and all contemporaneous oral negotiations, commitments and understandings between

the parties. Except as modified by the terms of this letter agreement, the ESA and letter agreement dated January 19, 2024 remain in full force and effect in accordance with its terms.

3. Any failure by a party to insist upon the strict performance of this letter agreement shall not constitute a waiver of any right hereunder. No waiver of any provision shall be effective unless in writing and executed by the party waiving the right.
4. This letter agreement shall be governed by and construed in accordance with the laws of the State of North Dakota, without regard to its conflict of law provisions. Any litigation between the parties arising out of or relating to this letter agreement will be conducted exclusively in the federal or state courts in the State of North Dakota and the parties agree and consent to jurisdiction by such courts.
5. This letter agreement is entered into for the sole benefit of the parties, and no other Person shall be a direct or indirect beneficiary of, or shall have any direct or indirect cause of action or claim in connection with, this letter agreement.
6. Nothing herein is intended to create a joint venture, agency, partnership, tenancy-in-common, or joint tenancy relationship between Company and the Customer.
7. This letter agreement may be executed in one or more counterparts each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Facsimile and electronically transmitted .pdf signatures of the parties on this letter agreement will have the same force and effect as original signatures.

[signature page follows]

In witness whereof, the parties have executed this letter agreement as of the date first written above.

Montana-Dakota Utilities Co.

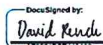


By:

Title:

Garret Senger
Chief Utilities Officer

Applied Digital Corporation

DocuSigned by:


By: David Rench

Title: CFO