6

Project Development Plan

attentive energy

Section 6 Table of Acronyms

Acronym	Definition
AC	Alternating Current
ACHP	Advisory Council on Historic Preservation
ACP	Agency Communications Plan
[redacted]	[redacted]
[redacted]	[redacted]
ALJ	Administrative Law Judge
[redacted]	[redacted]
APE	Area of Potential Effect
API	American Petroleum Institute
ASME	American Society of Mechanical Engineers
BA	Bachelor of Arts
BOEM	Bureau of Ocean Energy Management
BPU	Board of Public Utilities
BS	Bachelor of Science
BSEE	Bureau of Safety Environmental Enforcement
CAA	Clean Air Act
CAGR	Compound Annual Growth Rate
CAPEX	Capital Expenditure
[redacted]	[redacted]
CCI	Commodity Channel Index
CECPN	Certificate of Environmental Compatibility and Public Need
CEO	Chief Executive Officer
CFR	Code of Federal Regulation
[redacted]	[redacted]
CMP	Coastal Management Program
COD	Commercial Operation Date
COO	Chief Operating Officer
COP	Construction and Operations Plan
CPI	Consumer Price Index
CTR	Contractor
[redacted]	[redacted]
CWA	Clean Water Act
CZM	Coastal Zone Management

Acronym	Definition
CZMA	Coastal Zone Management Act
DC	Direct Current
[redacted]	[redacted]
DEI	Diversity, Equity, and Inclusion
DOD	U.S. Department of Defense
DPS	Department of Public Service
DSCR	Debt Service Coverage Ratio
DSU	Debt Service Undertaking
DWQ	Division of Water Quality
EA	Environmental Assessment
[redacted]	[redacted]
ECL	Environmental Conservation Law
[redacted]	[redacted]
EFH	Essential Fish Habitat
EIS	Environmental Impact Statement
EM&CP	Environmental Management and Construction Plan
EPA	Environmental Protection Agency
EPC	Engineering, Procurement, and Construction
EPCI	Engineer Procure Construct Install
ESA	Endangered Species Act
[redacted]	[redacted]
ESG	Environmental, social, and governance
FAA	Federal Aviation Administration
[redacted]	[redacted]
FCP	Fisheries Communication Plan
FDNY	Fire Department of the City of New York
FDR	Facility Design Report
FEED	Front-End Engineering Design
[redacted]	[redacted]
FID	Financial Investment Decision
FIN	FAST-41 Initiation Notice
FIR	Fabrication and Installation Report
FLiDAR	Floating Light Detection and Ranging
[redacted]	[redacted]
FPISC	Federal Permitting Improvement Steering Council
G&G	Geotechnical & Geophysical
GIB	Gas Insulated Bus
[redacted]	[redacted]
GIS	Gas Insulated Switchgear
GW	Gigawatts

Acronym	Definition
[redacted]	[redacted]
[redacted]	[redacted]
HLTV	Heavy Lift Transport Vessel
HLV	Heavy Lift Vessels
HRG	High Resolution Geophysical
[redacted]	[redacted]
HSE MS	HSE Management System
HSEQ	Health, Safety, Environment and Quality
HV	High Voltage
HVAC	Heating, Ventilation and Air Conditioning
HVDC	High-Voltage Direct Current
IAC	Inter-array Cable
ICAA	Institute of Chartered Accountants in Australia
IEC	International Electrotechnical Commission
IECRE	IEC System for Certification to Standards Relating to Equipment for Use in Renewable Energy Applications
IHA	Incidental Harassment Authorization
IHS	Information Handling Services
[redacted]	[redacted]
IRA	Inflation Reduction Act
IRS	Internal Revenue Service
ISO	International Organization for Standardization
ITC	Investment Tax Credit
ITP	Incidental Take Permit
JV	Joint Venture
KPI	Key Performance Indicator
LLCA	Limited Liability Company Agreement
LLI	Long Lead Items
LLP	Limited Liability Partnership
[redacted]	[redacted]
LNG	Liquefied Natural Gas
LNM	Local Notice to Mariners
LOA	Letter of Authorization
LOC	Letter of Concurrence
LPA	Labor Peace Agreement
LS Power	LS Power Partners III, L.P.
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
MAM	Macquarie Asset Management
MBA	Master of Business Administration

Acronym	Definition
MBTA	Migratory Bird Treaty Act
MD	Managing Director
[redacted]	[redacted]
MLLW	Mean Lower Low Water
MMPA	Marine Mammal Protection Act
MW	Megawatts
[redacted]	[redacted]
MSFCMA	Magnuson-Stevens Fishery Conservation and Management Act
MSL	Mean Sea Level
MWBE	Minority and Women-owned Business
[redacted]	[redacted]
NDAA	National Defense Authorization Act
NEPA	National Environmental Policy Act
NGO	Non-Governmental Organizations
NHPA	National Historic Preservation Act
NJDEP	New Jersey Department of Environmental Protection
NMFS	National Marine Fisheries Service
NOAA	National Oceanic and Atmospheric Administration
NOI	Notice of Intent
NPDES	National Pollutant Discharge Elimination System
NRHP	National Register of Historic Places
NTP	Notice to Proceed
NWP	Nationwide Permit
NYC	New York City
NYCEDC	New York City Economic Development Corporation
NYCRR	New York Codes, Rules and Regulation
NYISO	New York Independent System Operator
NYPSC	New York Public Service Commission
NYSDEC	New York State Department of Environmental Conservation
NYSDOS	New York Department of State
NYSDPS	New York State Department of Public Service
NYSERDA	New York State Energy Research and Development Authority
NYSOGS	New York State Office of General Services
NYSOPRHP	New York State Office of Parks, Recreation and Historic Preservation
NYSPSC	New York Public Service Law
NYU	New York University
OAR	Operations All Risks
[redacted]	[redacted]
OCS	Outer Continental Shelf
OCV	Offshore Construction Vessel

Acronym	Definition
OEM	Original Equipment Manufacturer
OFW	Offshore Wind
O&M	Operation & Maintenance
OREC	Offshore Wind Renewable Energy Certificate
ORG	Organizational
[redacted]	[redacted]
OSV	Offshore Service Vessel
OSW	Offshore Wind
OTPP	Ontario Teachers' Pension Plan
PATON	Private Aids to Navigation
[redacted]	[redacted]
PEIS	Programmatic Environmental Impact Statement
PLA	Project Labor Agreement
[redacted]	[redacted]
PMP	Project Management Professional
POI	Point of Interconnection
PPI	Producer Price Index
PSA	Purchase and Sale Agreement
PSC	Public Service Commission
PSV	Platform Supply Vessel.
[redacted]	[redacted]
PV	Plan View
[redacted]	[redacted]
[redacted]	[redacted]
REC	Renewable Energy Certificate
RFI	Request for Information
RGS	Ravenswood Generating Station
Rise	Refers to Rise Light & Power, LLC. In certain instances, "Rise" may also refer to one or more of Rise's affiliate entities, Queensboro OSW01 Holdings, LLC, Queensboro Development, LLC, or Ravenswood Operations, LLC, all of which are under common ownership and control
ROD	Record of Decision
ROV	Remotely Operated Vehicle
S&P	Standard & Poor's
SAP	Site Assessment Plan
SCADA	Supervisory Control And Data Acquisition
SDVOB	Service-Disabled Veteran Owned Business
[redacted]	[redacted]
SHPO	State Historic Preservation Office
SOV	Service Operation Vessels
SPDES	State Pollutant Discharge Elimination System

Acronym	Definition
[redacted]	[redacted]
SSAP	Sediment Sampling and Analysis Plan
STEM	Science, Technology, Engineering, and Mathematics
[redacted]	[redacted]
TBD	To Be Determined
[redacted]	[redacted]
THPO	Tribal Historic Preservation Offices
TIG	Tungsten Inert Gas
[redacted]	[redacted]
TSV	Trenching Support Vessel
TWh	Terawatt Hour
UPS	Uninterruptible Power Supply
[redacted]	[redacted]
[redacted]	[redacted]
USCG	United States Coast Guard
[redacted]	[redacted]
[redacted]	[redacted]
UXO	Unexploded Ordinance
VP	Vice President
[redacted]	[redacted]
WQC	Water Quality Certificate
WTG	Wind Turbine Generator
WTIV	Wind Turbine Installation Vessel

Section 6 Table of Contents

6. Project Development Plan

AE1 - A Highly-Matured, Low-Risk Project

6.1 Project Team

6.1.1 Attentive Energy

Attentive Energy's mission is to deliver offshore wind and empower communities. Attentive Energy benefits from the global experience, local expertise, and financial strength of its Sponsors - TotalEnergies, Rise Light & Power ("Rise"), and Corio Generation ("Corio"). The Sponsors bring extensive global offshore operational knowledge and financial strength from TotalEnergies and Corio and unmatched local expertise from Rise, which is active daily in NYISO markets. The Sponsors provide this multi-billion dollar project with significant financial capabilities, as well as the skills and resources to bring forward optimal financing and facilitate a competitive, reliable OREC price. [redacted] The AE1 Project is already progressing its commitments to support the local offshore wind supply chain and workforce in New York.

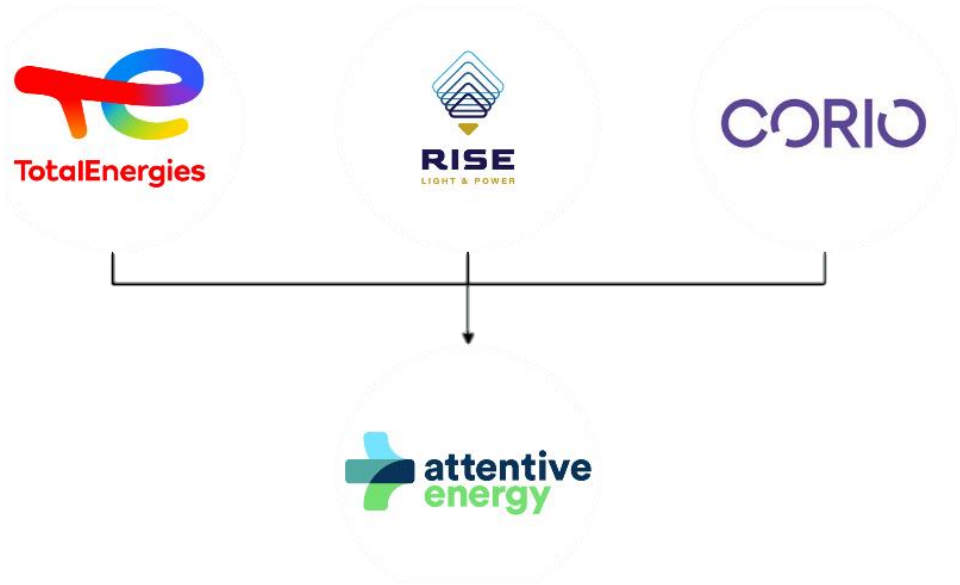


Figure 6-1. Shareholders of Attentive Energy

Attentive Energy believes large-scale offshore wind has the power to address the climate crisis while establishing lasting economic benefits that promote equity and inclusivity to uplift Disadvantaged Communities. Attentive Energy is active in New York, creating meaningful relationships to support local businesses and jobs. Attentive Energy is determined to leave stakeholders, and communities better off than when it started.

Attentive Energy puts the shared success that comes from partnering with communities at the forefront of its mission. In February 2022, Attentive Energy secured the Lease Area in BOEM's offshore wind lease auction, establishing its long-term presence in the New York Bight. The Attentive Energy team is

committed to continuing its yearslong engagement and outreach approach by closely collaborating with a broad coalition of stakeholders to bolster a new clean energy economy in New York.

Attentive Energy offers New York State a team that is uniquely qualified to deliver a large-scale offshore wind facility. This team includes pioneers in the American offshore wind industry and veterans of offshore construction. Together, the Attentive Energy team is well prepared to deliver for New York State.

6.1.2 Attentive Energy Structure

Attentive Energy is a Delaware limited liability company with a principal place of business in New York, New York. Attentive Energy was organized and authorized on July 19, 2021, to conduct business under the laws of the State of Delaware.

Attentive Energy LLC is the leaseholder of BOEM lease OCS-A 0538. The Lease Area will support two projects: Attentive Energy One ("AE1"; the Project), and Attentive Energy Two ("AE2"). [redacted]

- [redacted]
- [redacted]

[redacted]

The sponsorship/ownership structure is shown in Table 6-1, [redacted] Attachment 6.1-A includes the breakdown of Attentive Energy's corporate structure.

[redacted]

6.1.3 The Sponsors

TotalEnergies, Rise, and Corio are proud to sponsor AE1, a Project that engages New York communities, minimizes environmental impacts, promotes economic development, and prioritizes ratepayer interests. Attentive Energy unites local on-the-ground efforts with global development expertise for a Project that New York can depend on for decades to come. The Sponsor companies have deep expertise on the global supply chain from an offshore wind, offshore energy, and large-scale transmission perspective. The team's global presence allows it to partner with suppliers, enabling bargaining power for procurement and, therefore, decreasing costs.

TotalEnergies (together with its affiliates) is a global multi-energy company that produces and markets fuels, natural gas, and electricity. As part of its ambition to reach net zero by 2050, TotalEnergies is building a portfolio of activities in renewables and electricity, including a portfolio of offshore wind projects with a total capacity of more than 16 GW globally and a portfolio of 25 GW of renewables (wind, solar, and storage) in the U.S.

Rise (together with its affiliates) is a specialist in the energy transition business. Rise has rights to operate RGS, the largest thermal facility in NYC, which has been a vital part of New York's energy system for nearly 60 years. RGS is proudly operated by approximately 120 staff from the New York metro region, primarily members of the Utility Workers Union of America Local 1-2, and provides more than 20% of NYC's generation capacity.

Corio is a specialist offshore wind developer established by Macquarie Asset Management to accelerate the transition to a greener global economy through the development of offshore wind farms. Corio's offshore wind development portfolio of around 30 GW is one of the largest in the world, spanning established and emerging markets, as well as floating and traditional fixed-bottom technologies. The company specializes in developing both offshore wind projects and innovative capital structuring solutions to finance complex renewable projects. Corio works with partners to help manage projects throughout their lifecycle, from origination into development and construction to operations.

TotalEnergies and Corio are two of the world's leading offshore wind and renewable energy developers. Their industrial, technical, and financial expertise is being combined to pursue offshore wind opportunities across the world. TotalEnergies and Corio's 11 GW of joint projects benefit from portfolio synergies, enabling a strong procurement strategy and resource deployment model. These offer opportunities for cost optimization, ultimately increasing value, and de-risking delivery.

TotalEnergies, Corio's parent company, Macquarie, and Rise each have a strong existing footprint in New York and decades of local investments, complementing Attentive Energy's on-the-ground presence in the State.

6.1.3.1 TotalEnergies

TotalEnergies is a multi-energy company that produces and markets fuels, natural gas, and electricity. Its more than 100,000 employees are committed to energy that is ever more affordable, cleaner, more reliable and accessible to as many people as possible. Active in more than 120 countries, TotalEnergies' ambition is to become the responsible energy major by putting sustainable development in all its dimensions at the heart of its projects and operations to contribute to the well-being of people. TotalEnergies is based in France and listed on the Paris Stock Exchange. The company has a secondary listing on the New York Stock Exchange.

Created in 1924, TotalEnergies has always been driven by an authentic pioneering spirit. The company produces and markets a vast portfolio of energies on a global scale, including renewables, electricity, oil and biofuels, and natural gas and green gases. Through its global ventures, TotalEnergies has deep experience in developing and maintaining complex offshore assets.

TotalEnergies strives to be a world-class leader in the energy transition. As part of its ambition to get to net zero by 2050, TotalEnergies is building a portfolio of activities in renewables and electricity.

TotalEnergies sees strong growth potential in offshore wind energy. To ensure that best practices are identified and implemented across its portfolio of projects, [redacted] TotalEnergies can count on the support of its community of technical experts, a branch dedicated to optimizing project

design, implementing lessons learned to continually improve, and ensuring a first-in-class project execution across all projects worldwide.

[redacted]

TotalEnergies will continue to expand its business to reach 35 GW of gross production capacity from renewable sources and storage by 2025, and 100 GW by 2030, with the objective of being among the world's top five producers of electricity from wind and solar energy. Sustainable development is at the heart of TotalEnergies' strategy, projects, and operations to contribute to people's well-being. TotalEnergies has structured its corporate social responsibility approach for conducting its activities to contribute to the achievement of the United Nations Sustainable Development Goals. TotalEnergies' approach is based on four pillars - climate and sustainable energy, people's well-being, care for the environment, and creating value for society.

TotalEnergies creates and drives positive change for communities in its host territories and, more broadly, for its employees, suppliers, customers, partners, states, and civil society. TotalEnergies' commitments to protect biodiversity and foster the development of economic opportunities for local communities are fundamental to AE1.

TotalEnergies has been present in the U.S. since 1957 and is active in more than 34 states, including New York. It has extensive experience working with Federal and State agencies in U.S. waters and has been qualified to operate offshore activities in Federal waters since 1965. This experience with Federal agencies such as BOEM, BSEE, NMFS, EPA, and the USCG is important to understanding and complying with the complex regulatory environment applicable to offshore wind development.

Projects of all sizes forged across the globe ensure that TotalEnergies remains at the forefront of knowledge and technology. Through research and development, exploration and production, TotalEnergies has a wealth of data and know-how ready to use. TotalEnergies is well-versed at adapting to new environments and applying its diverse skills to new ventures; its expansive offshore knowledge base will be leveraged for AE1.

6.1.3.2 Rise Light & Power

Rise is an operator and developer of energy assets based in Long Island City, Queens and a daily participant in NYISO markets, stakeholder processes, and shared governance structures. Rise is in the energy transition business and is actively developing large-scale clean energy projects in New York to transform RGS into a clean energy center. Rise is committed to advancing the Climate Leadership and Community Protection Act ("Climate Act") targets, including its commitment to 100% renewable energy over the next two decades.

Rise is a wholly owned, independently operated subsidiary of LS Power, a leading development, investment, and operating company focused on the North American power and energy infrastructure sector. LS Power actively invests in and scales businesses that are accelerating the energy transition. Over the years, LS Power has raised $55 billion in debt and equity capital to support North American infrastructure. LS Power is also an established investment manager with over $10 billion in equity capital committed to the North American power and energy infrastructure sectors.

Rise has extensive experience in providing services to the NYISO market as Rise has rights to operate RGS, the largest power station in NYC, providing 20% of NYC's generation capacity. Today, RGS comprises

approximately 1,800 MW of 1960's-vintage Rankine Cycle Steam facilities and a 2004-vintage 250 MW nameplate Combined Cycle facility.

Rise has worked hard to earn the trust of its local community and stakeholder groups and embraces its responsibility as a catalyst for positive change. As its business expands, New York can benefit from RGS's transformation into a clean energy center, and with it, the growth of the company.

RGS was built in 1963 and has been providing reliable power to NYC ever since. The entities constituting Rise were first established in 1999 to acquire RGS and associated energy infrastructure from Con Edison. In 2017, LS Power acquired the entities constituting Rise and in 2020 rebranded them as Rise Light & Power, committing to a new vision for RGS that would leverage its assets and resources to develop new, large-scale clean energy infrastructure.

Since 2017, LS Power has invested over $200 million to maintain the critical reliability RGS provides to NYC and develop new clean energy infrastructure projects. For over two decades, Rise has successfully navigated the various changes to the New York State energy markets. This includes compliance with all environmental requirements, labor standards, and NYISO market rules.

Rise also has directly relevant experience in the retirement and redevelopment of fossil-fired facilities. In recent years, Rise has removed from service or retired nearly 500 MW of fossil-fired peaking facilities at RGS.

Finally, the Rise team is highly experienced in energy infrastructure operations, maintenance, development, ownership, marketing and financing. The Rise team has been at the forefront of the U.S. offshore wind industry and has extensive experience working in New York State. Rise is proud to be a New York-based company. Its senior management team is based in NYC and the major decisions affecting its business are made locally.

LS Power has developed, constructed, managed, and acquired more than 160 power generation projects totaling over 45,000 MW (renewable and conventional) and 16 transmission projects (~780 miles of transmission infrastructure) and has an extensive portfolio of nation-leading energy transition platforms. In addition, LS Power has a proven track record of successfully financing many power generation and transmission projects, and satisfying the credit requirements of numerous utility and electric cooperative counterparties, including: San Diego Gas and Electric, Virginia Electric and Power Company, Wisconsin Electric Power Company, Southwestern Public Service Company, Empire Electric District Company, the Missouri Joint Municipal Electric Utility Commission, Southwestern Electric Cooperative, Inc., and others.

6.1.3.3 Corio

Corio is a specialist offshore wind developer established by Macquarie Asset Management to accelerate the transition to a greener global economy through the development of offshore wind farms. With a unique blend of sector-leading expertise and deep access to long-term capital, Corio works closely with its partners in the creation and management of projects from origination, development and construction, and into operations.

Corio, comprised of approximately a hundred staff at formation, brought together specialist technical, financial, and project management expertise from Macquarie Group (and from Macquarie's specialist Green Investments Group in particular) combined with prominent external hires from the wider global offshore wind sector. [redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

6.1.4 Organizational Chart

AE1 is proposed by Attentive Energy LLC, a joint venture wholly owned by [redacted] An organizational chart showing the immediate parent companies of the joint venture is provided in Attachment 6.1-A.

[redacted]

6.1.4.1 Governance

[redacted]

6.1.4.2 Attentive Energy LLC member board

[redacted] The Attentive Energy member board are shown in Table 6-3.

[redacted]

6.1.4.3 Attentive Energy One steering committee

[redacted]

[redacted]

[redacted]

6.1.5 Sponsors' offshore expertise and portfolios

Attentive Energy benefits from the diverse, combined project portfolios of its Sponsors, and the Project will leverage the extensive experience that the Sponsors have gained from developing, financing, owning, and operating large-scale generation and transmission facilities.

Through offshore wind and other global ventures, the Sponsors have deep experience in developing and maintaining complex offshore assets, both bottom-fixed and floating, as described in Table 6-5, and in further detail below. TotalEnergies and Corio are jointly developing 11 GW of offshore wind projects, as described in Table 6-5.

6.1.5.1 Sponsors' Operating Experience

TotalEnergies is involved in an array of projects globally and in the U.S. TotalEnergies is investing massively in solar and wind power with the aim to become one of the world's top five producers of renewable energy by 2030 – and it has become a top five renewable energy producer in the U.S. following the acquisition of 50% of Clearway Energy Group in 2022. In the past five years, the Company has invested more than $10 billion, primarily in solar and offshore wind.

TotalEnergies has decades of experience operating large-scale offshore assets globally and a history of successful, reliable operations at its over 200 fixed offshore platforms installed worldwide, with some at sites with challenging environmental and site conditions. TotalEnergies' Seagreen project, the world's deepest fixed bottom offshore wind farm, is already delivering clean electrons to the grid.

Rise's decades of experience in NYISO markets provide expertise that few other offshore developers have; [redacted]

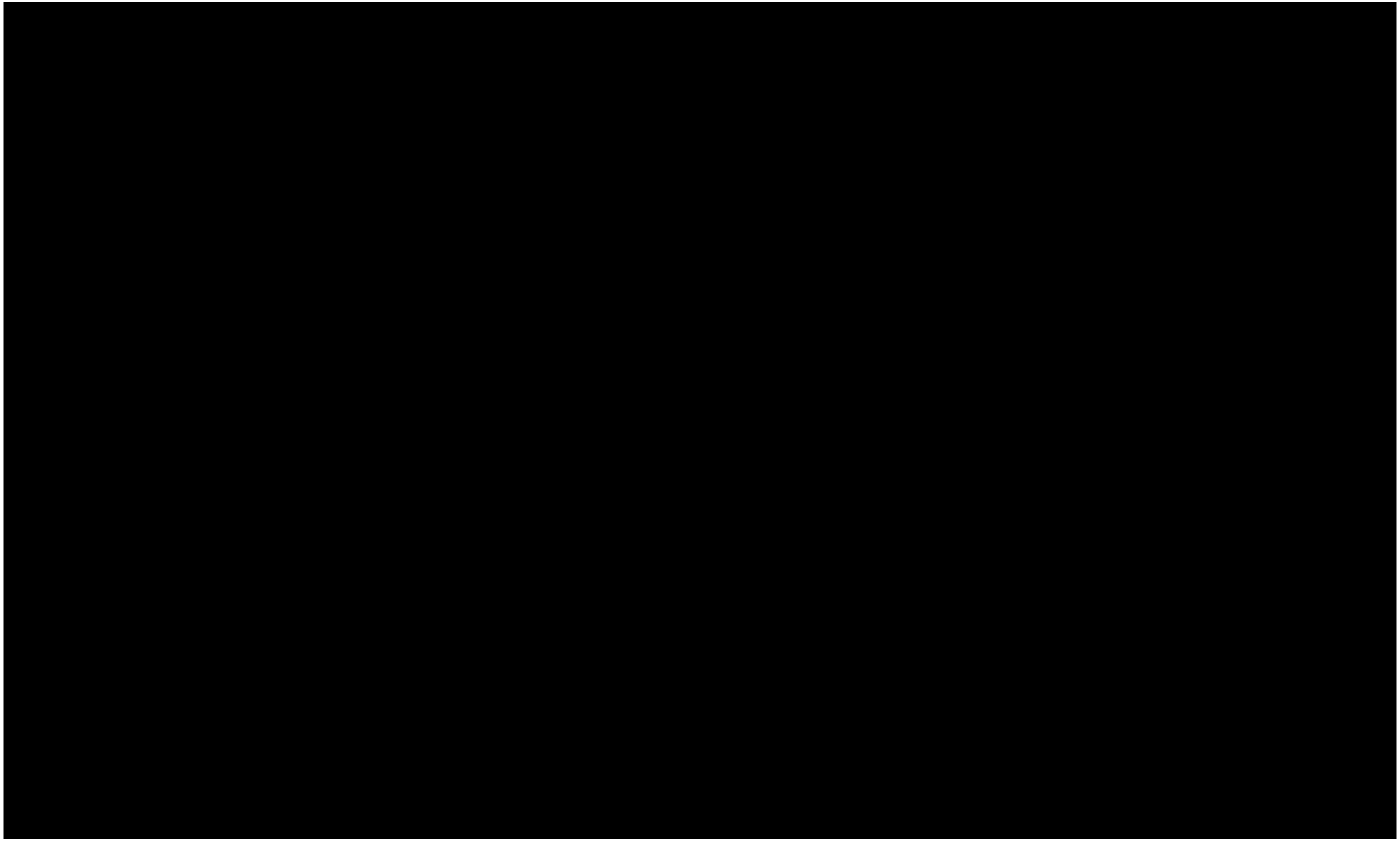
The 2 GW RGS is the largest power plant in NYC, and Rise is responsible for all aspects of operating the plant on a day-to-day basis, as well as ensuring the plant will continue to reliably supply electricity to NYC for as long as it is needed. As part of this, Rise is a daily participant in NYISO wholesale power markets, selling energy, capacity, and ancillary services. [redacted]

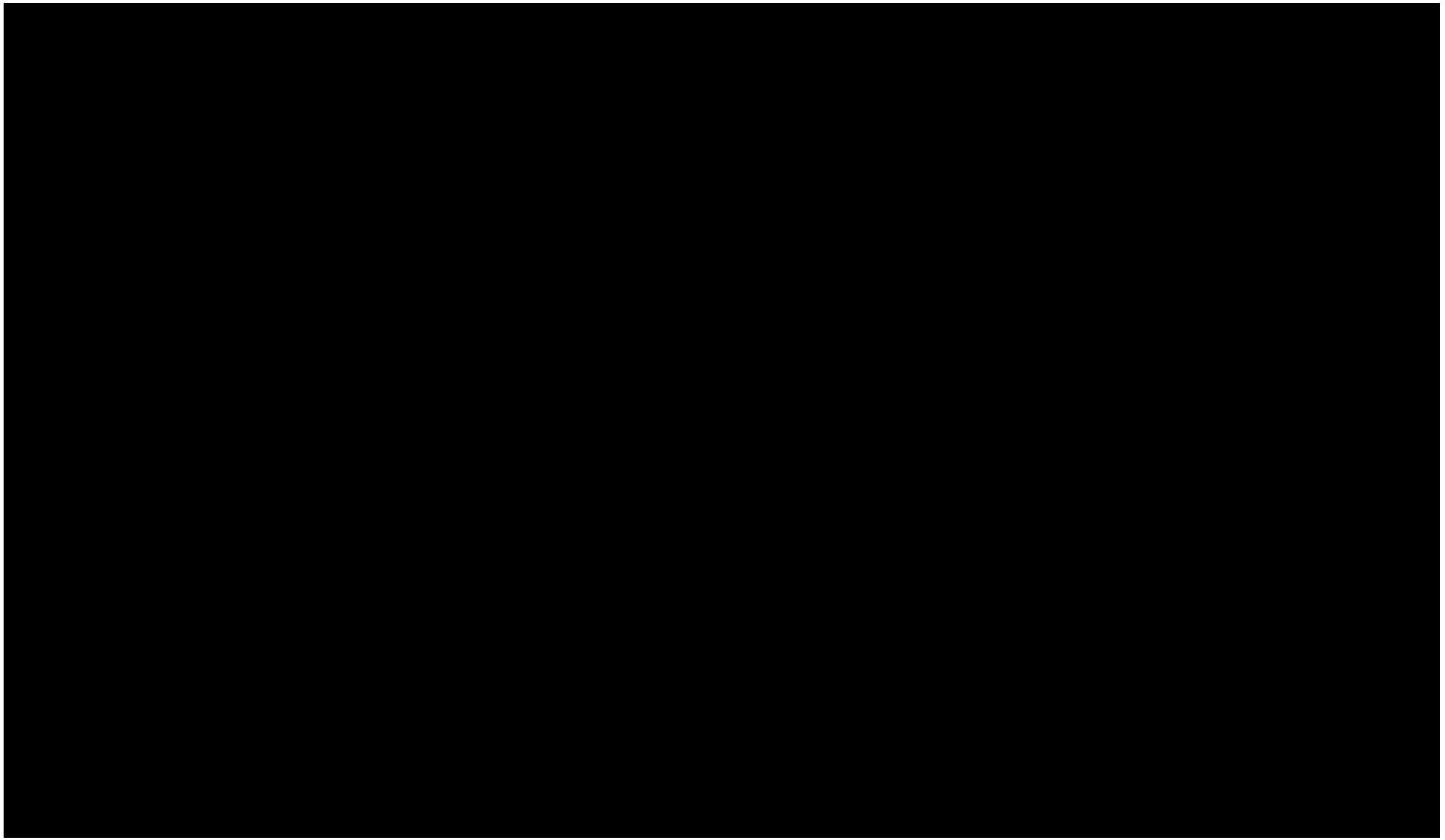
[redacted]

Over the last 5 years, Rise has invested [redacted] to maintain safety and reliability, including major equipment replacement, fuel storage redevelopment, and interconnection infrastructure maintenance. Rise has the right experience to safely and reliably operating complex energy infrastructure in NYC and will provide the same reliability for the Project.

6.1.5.2 Sponsors' Offshore Oil & Gas Experience

TotalEnergies has competitive advantages in developing safe and sustainable offshore wind solutions due to core competencies derived from its decades' long leading role in the offshore oil & gas industry. With extensive offshore experience, TotalEnergies has the technical excellence and managerial expertise to leverage a robust global supply chain [redacted] and to execute complex offshore projects.





6.1.6 Management Chart

6.1.6.1 AE1 Leadership Team

The AE1 leadership team is based in the U.S. and has a successful track record developing, financing, owning, and operating large-scale generation and transmission facilities in diverse environments. A list of key personnel supporting to AE1 is included in this section, and relationships between key personnel supporting AE1 are demonstrated in Figure 6-2.

Team members biographies are included below the organizational chart in Table 6-6.

6.1.6.2 Attentive Energy's SMEs

In addition to the team of internal experts, Attentive Energy has retained subject matter experts to advance the development, permitting, financing, construction, installation, and operations of AE1. Attentive Energy's strong team of internal experts and external support will ensure successful, on-time delivery of offshore wind power to the communities of New York. Key consultants are included in Table 6-7.

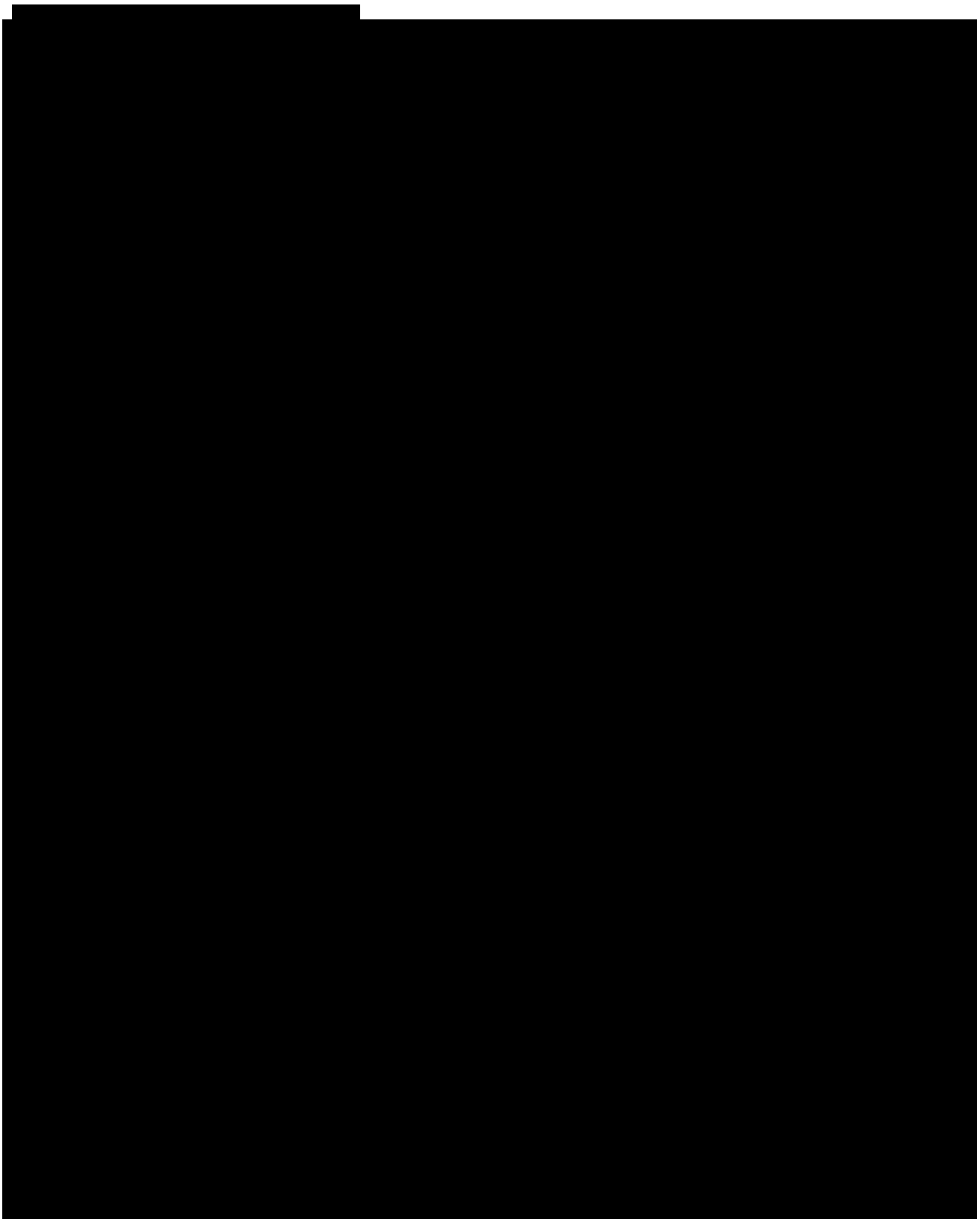
6.1.7 Team and Project disclosures

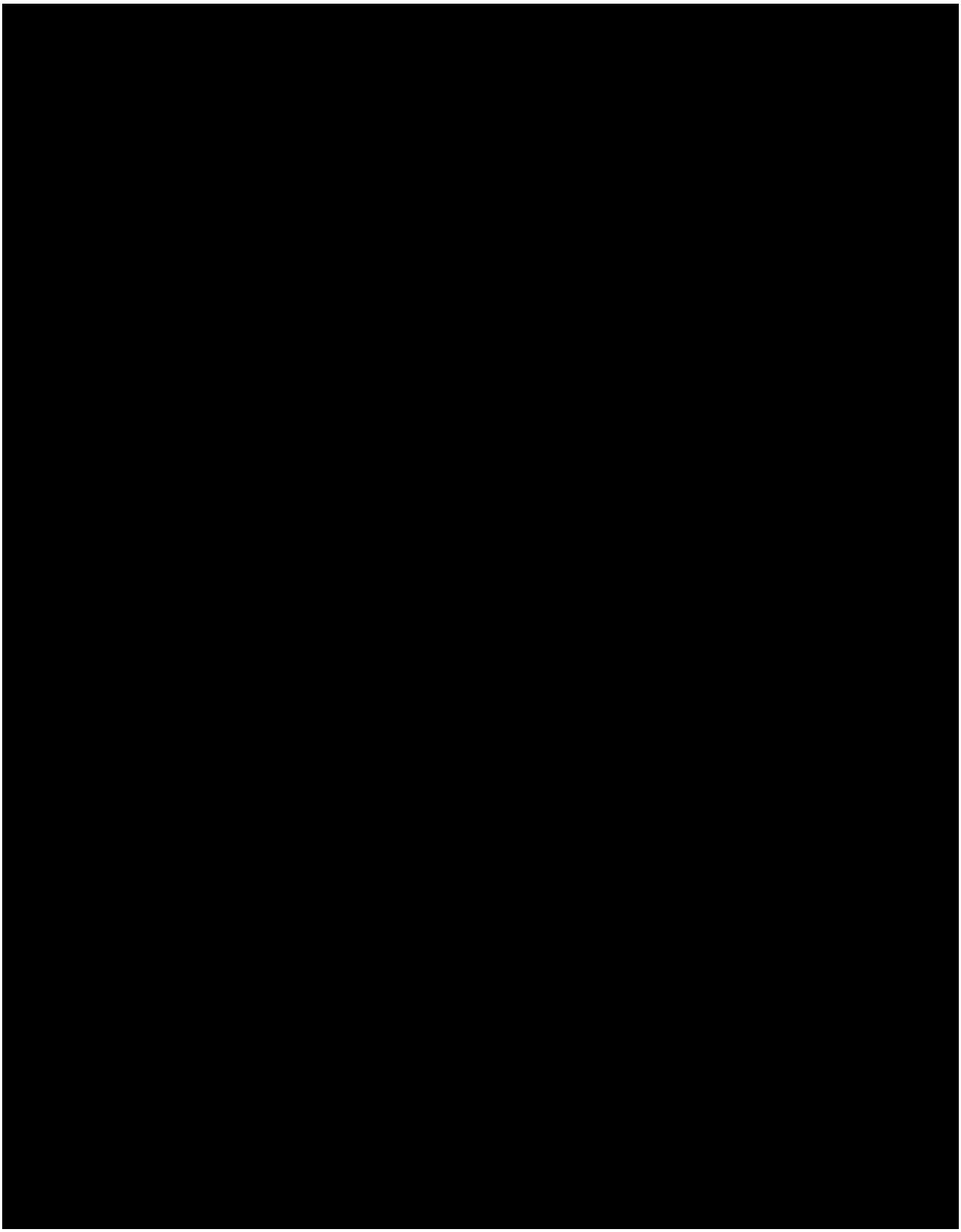
6.1.7.1 Health and Safety

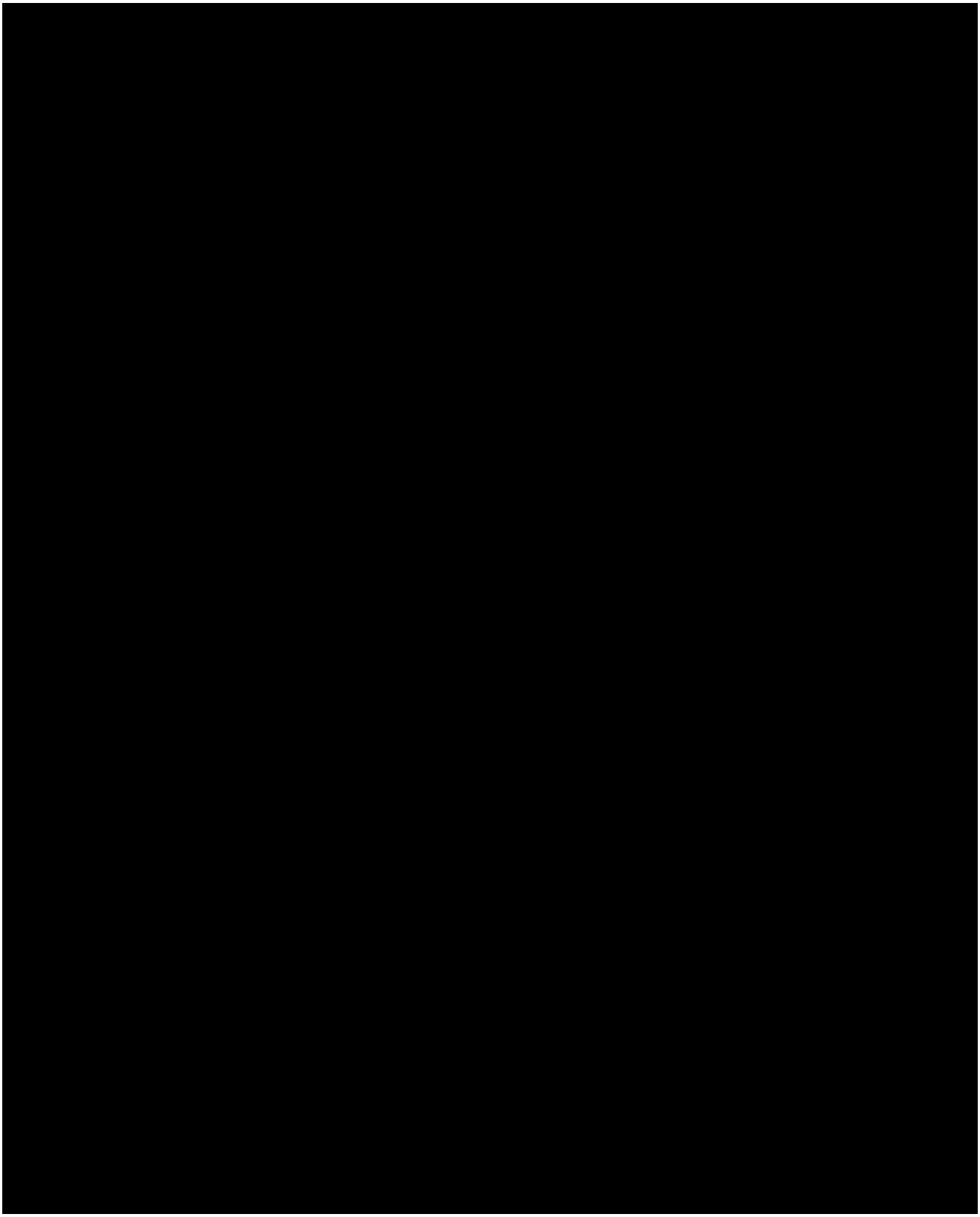
[redacted]

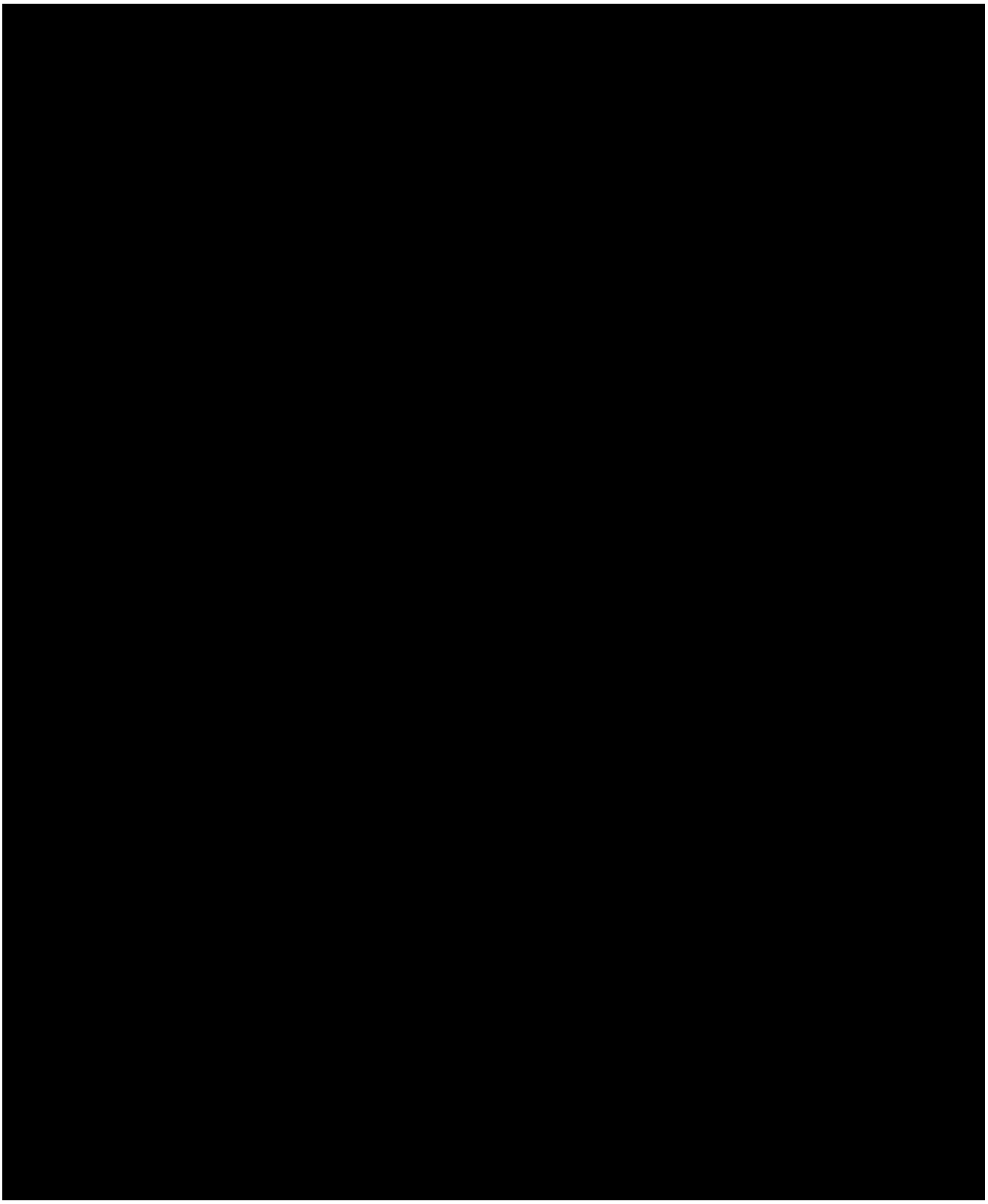
6.1.7.2 Litigation Events

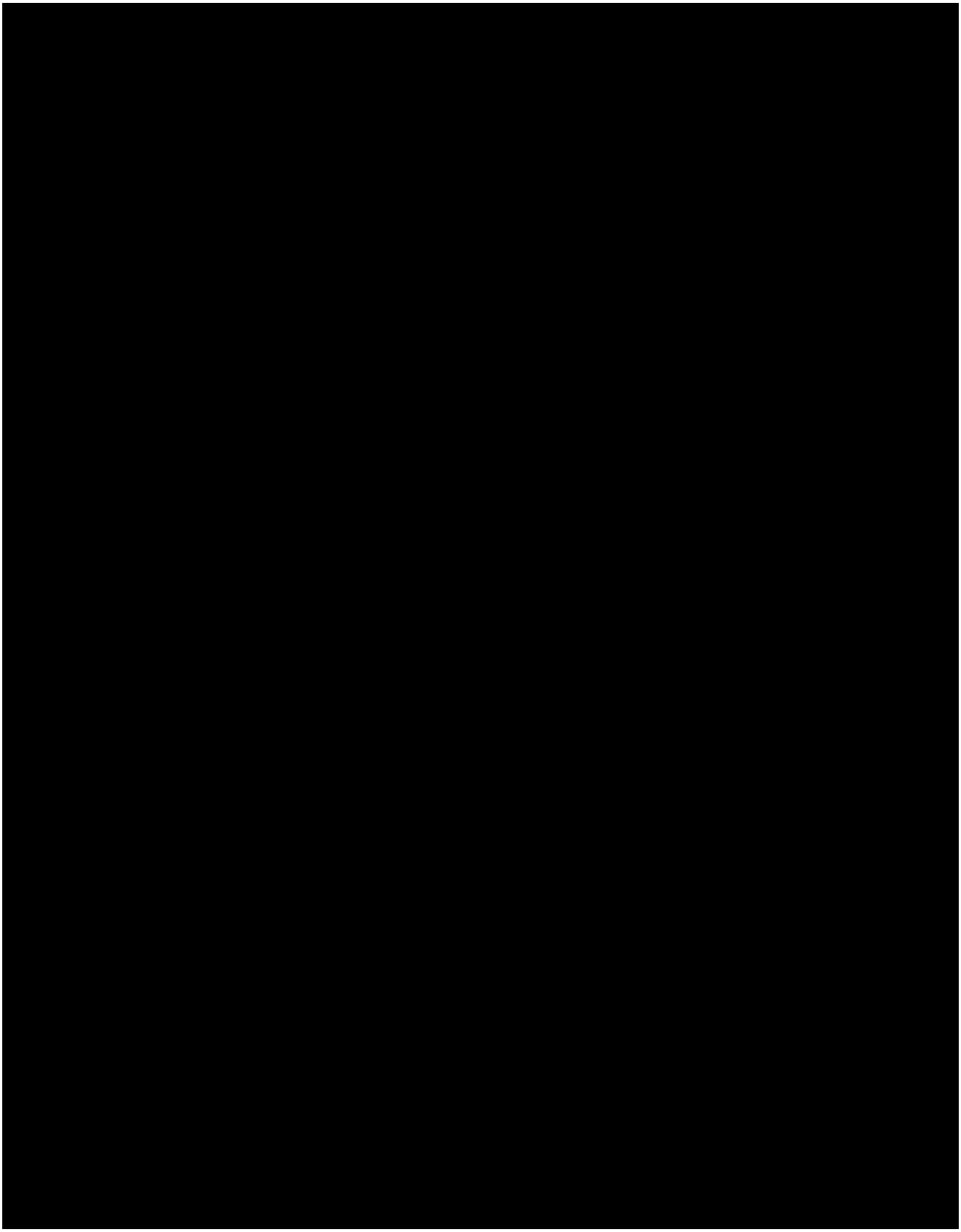
[redacted]

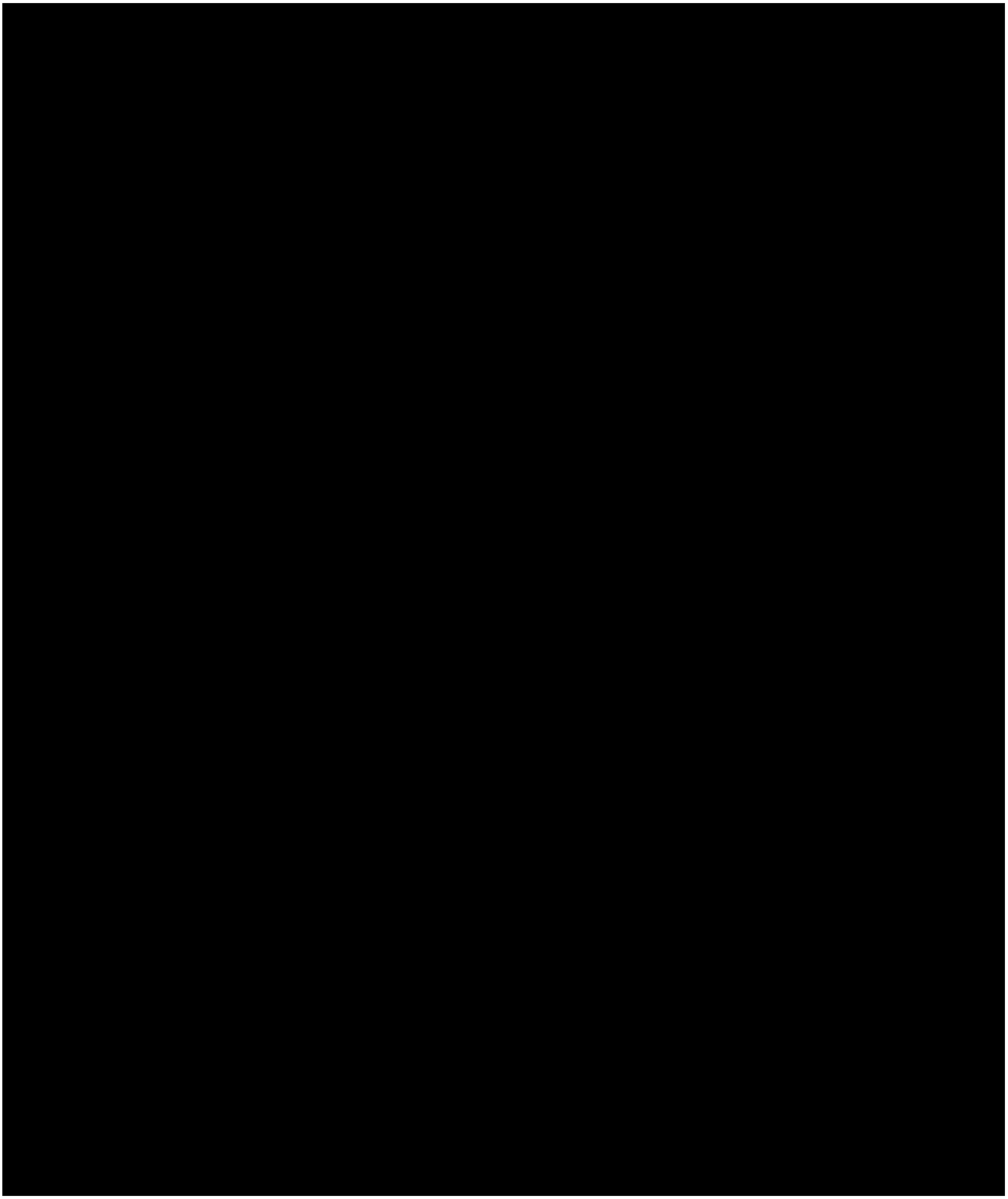


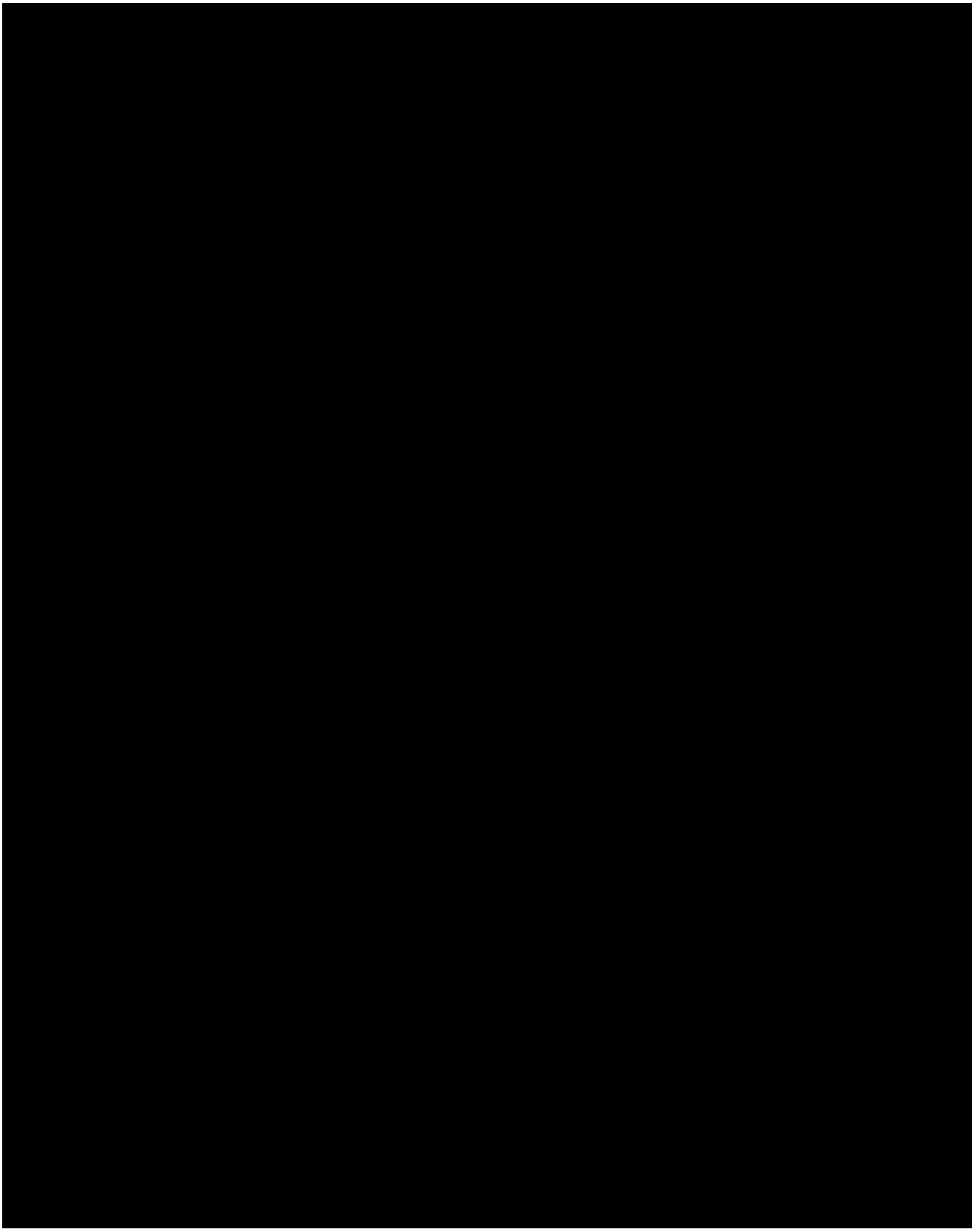


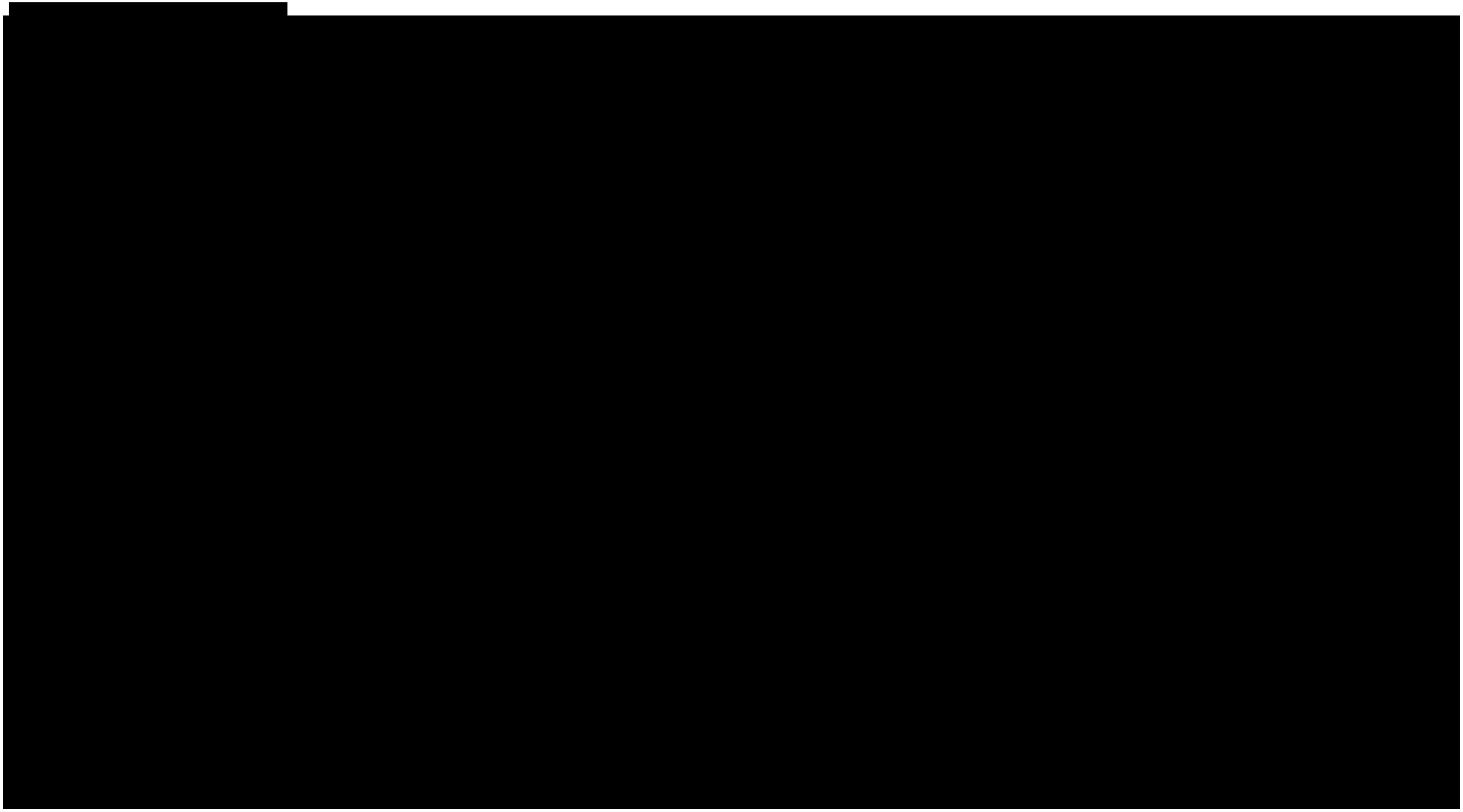


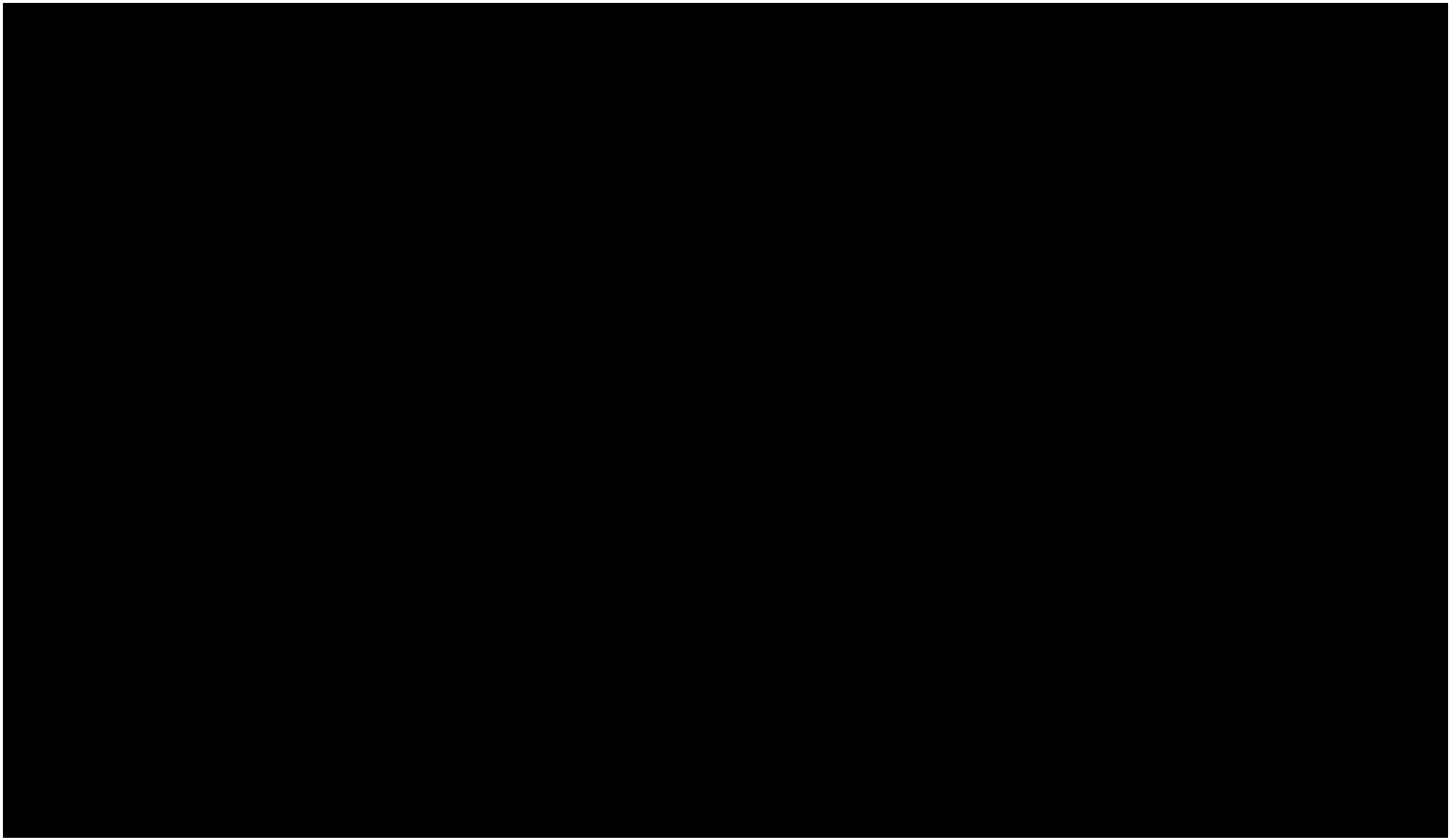












6.2 Permitting Plan

[redacted]

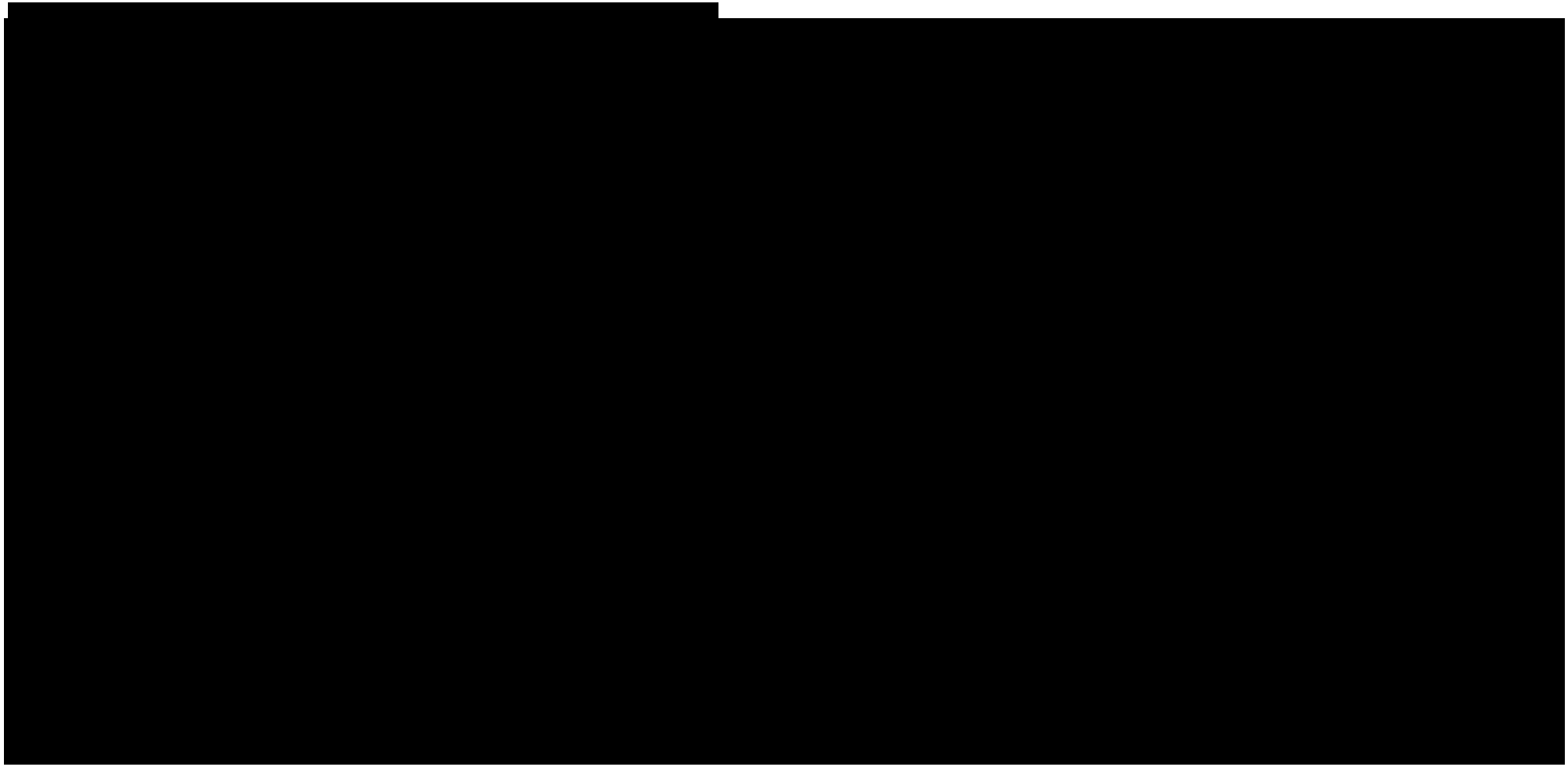
[redacted]

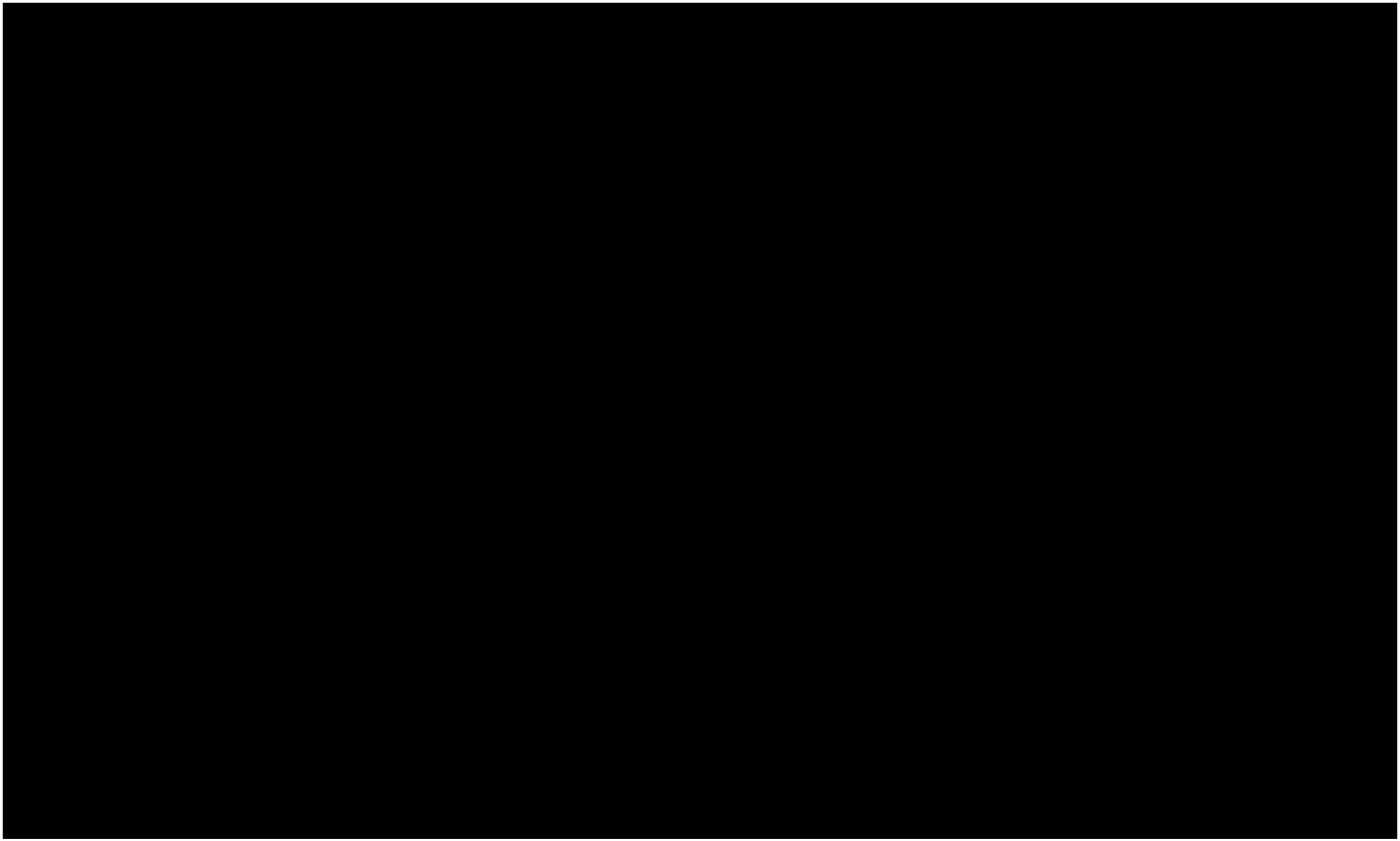
The following sections describe the environmental assessment and permit acquisition plan for the Project, including the permits, authorizations, licenses, and environmental reviews required for the Project and, where appropriate, steps for stakeholder engagement.

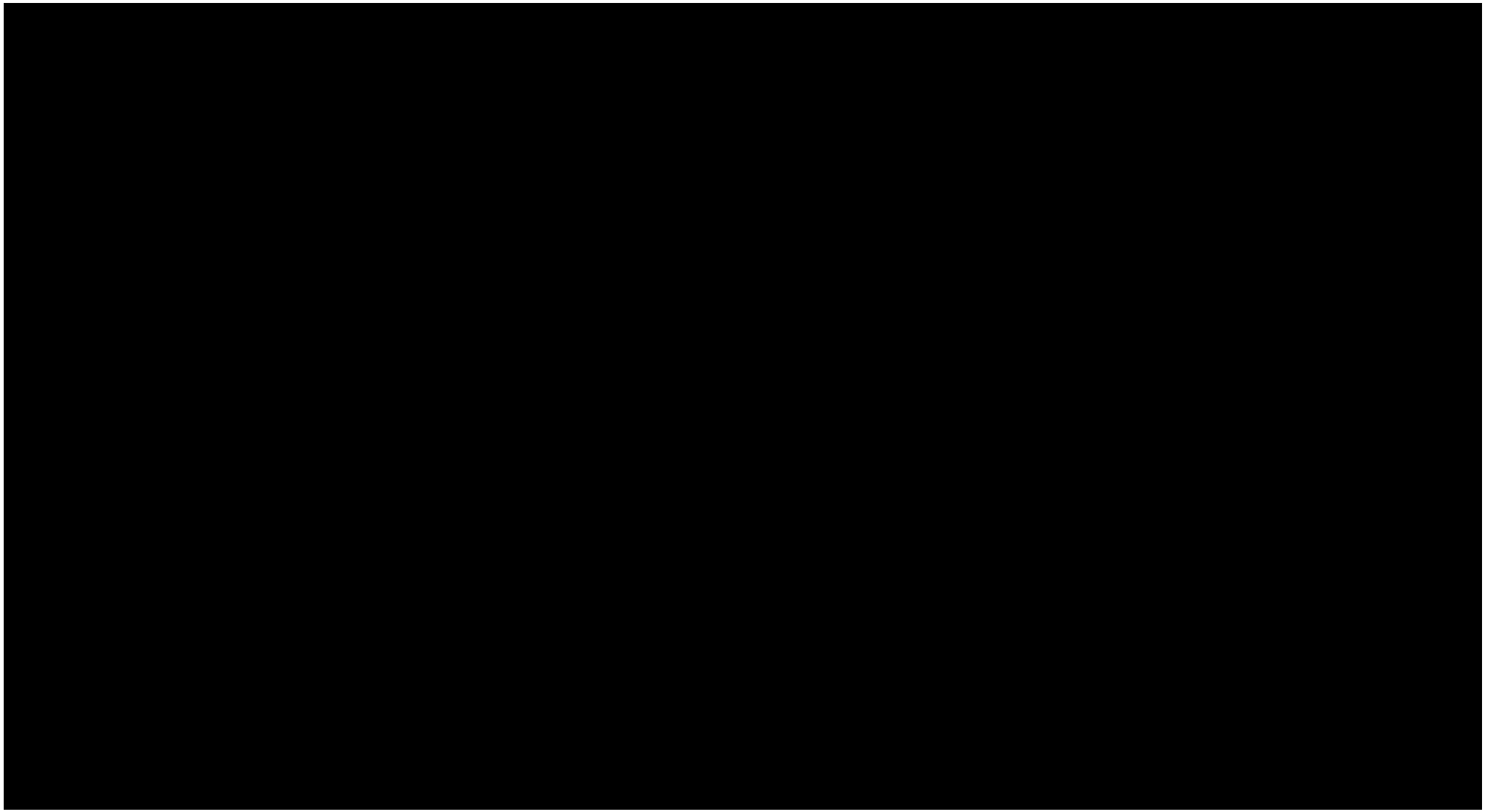
6.2.1 Environmental Assessment and Permit Acquisition Plan

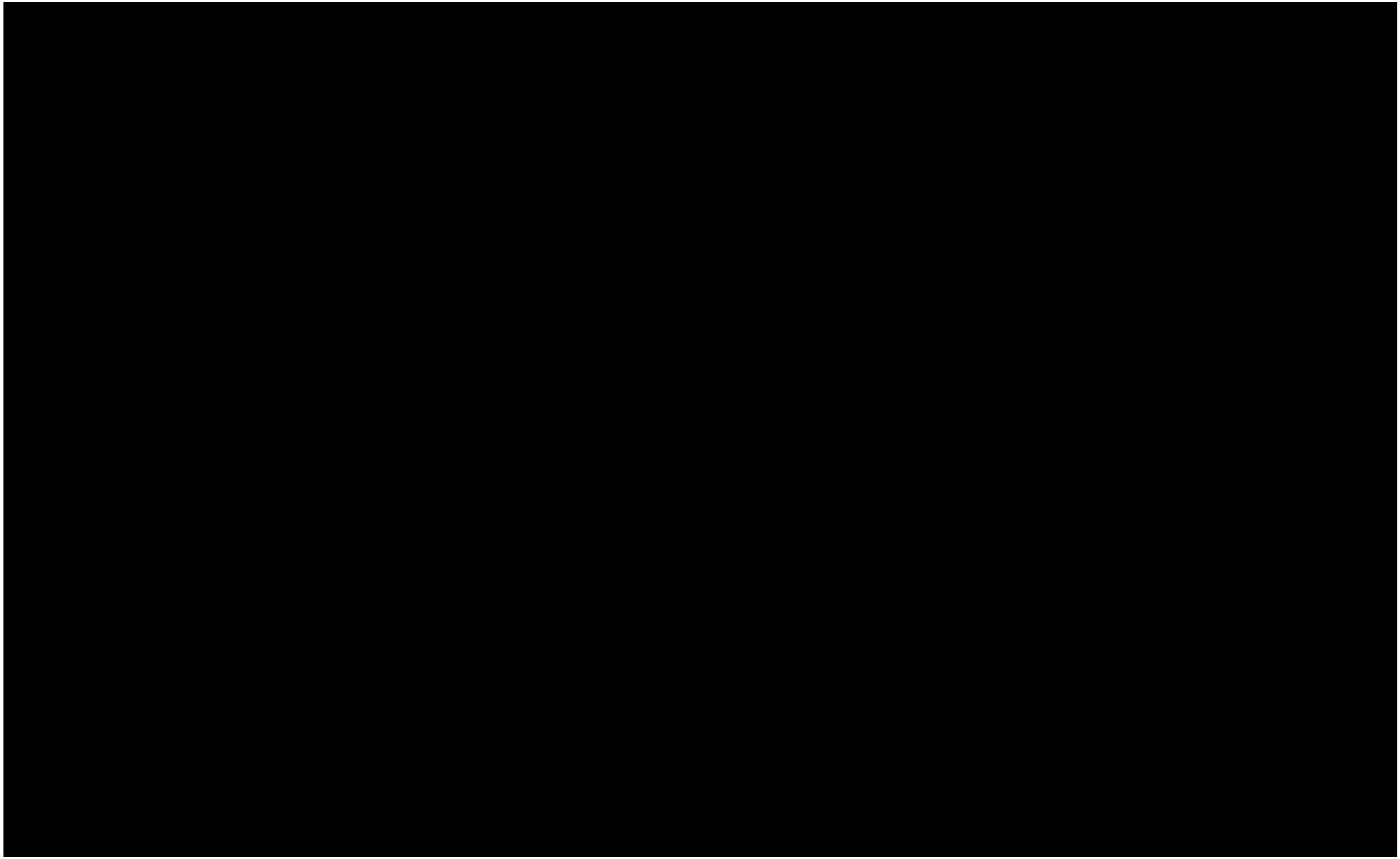
[redacted]

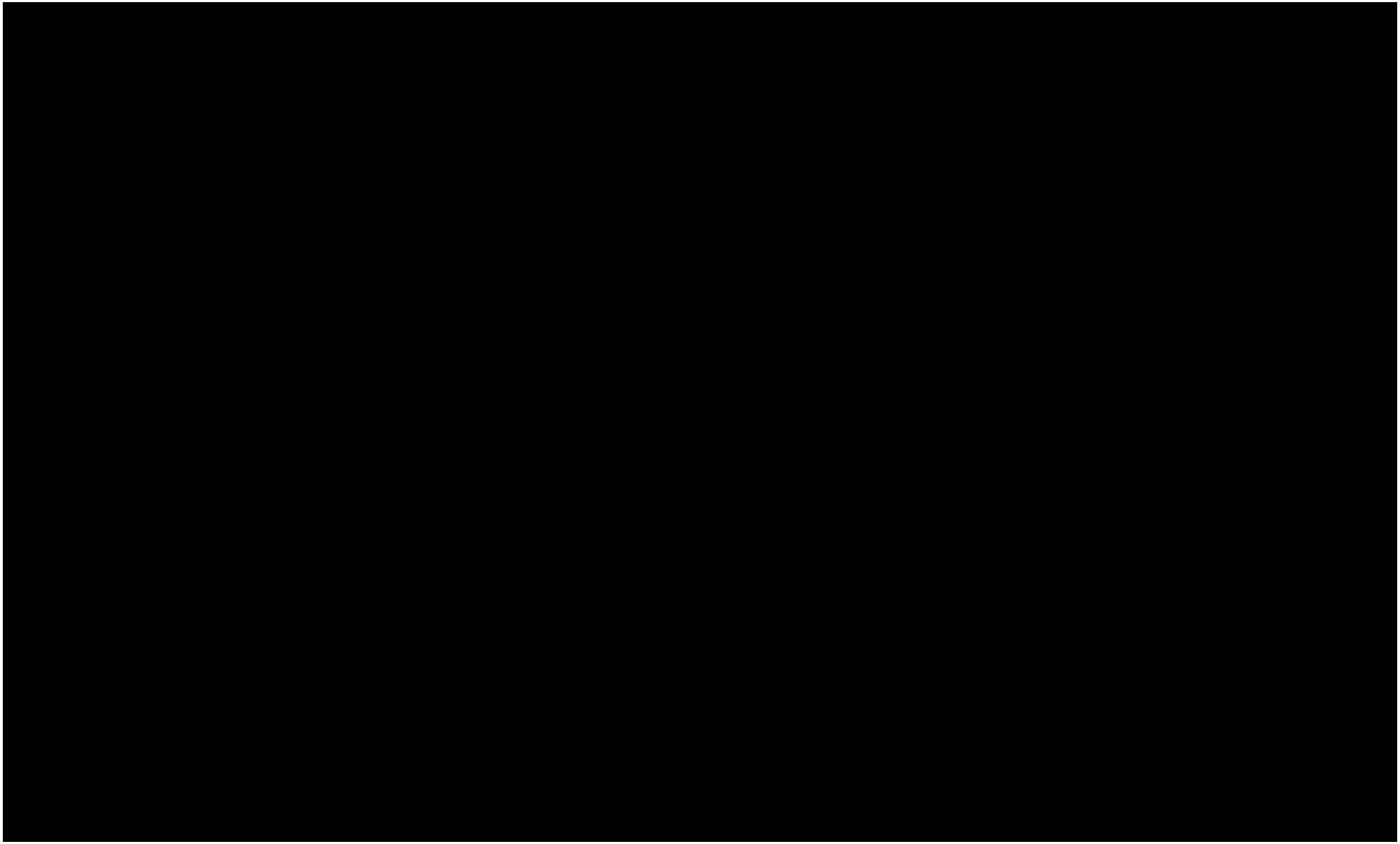
[redacted]

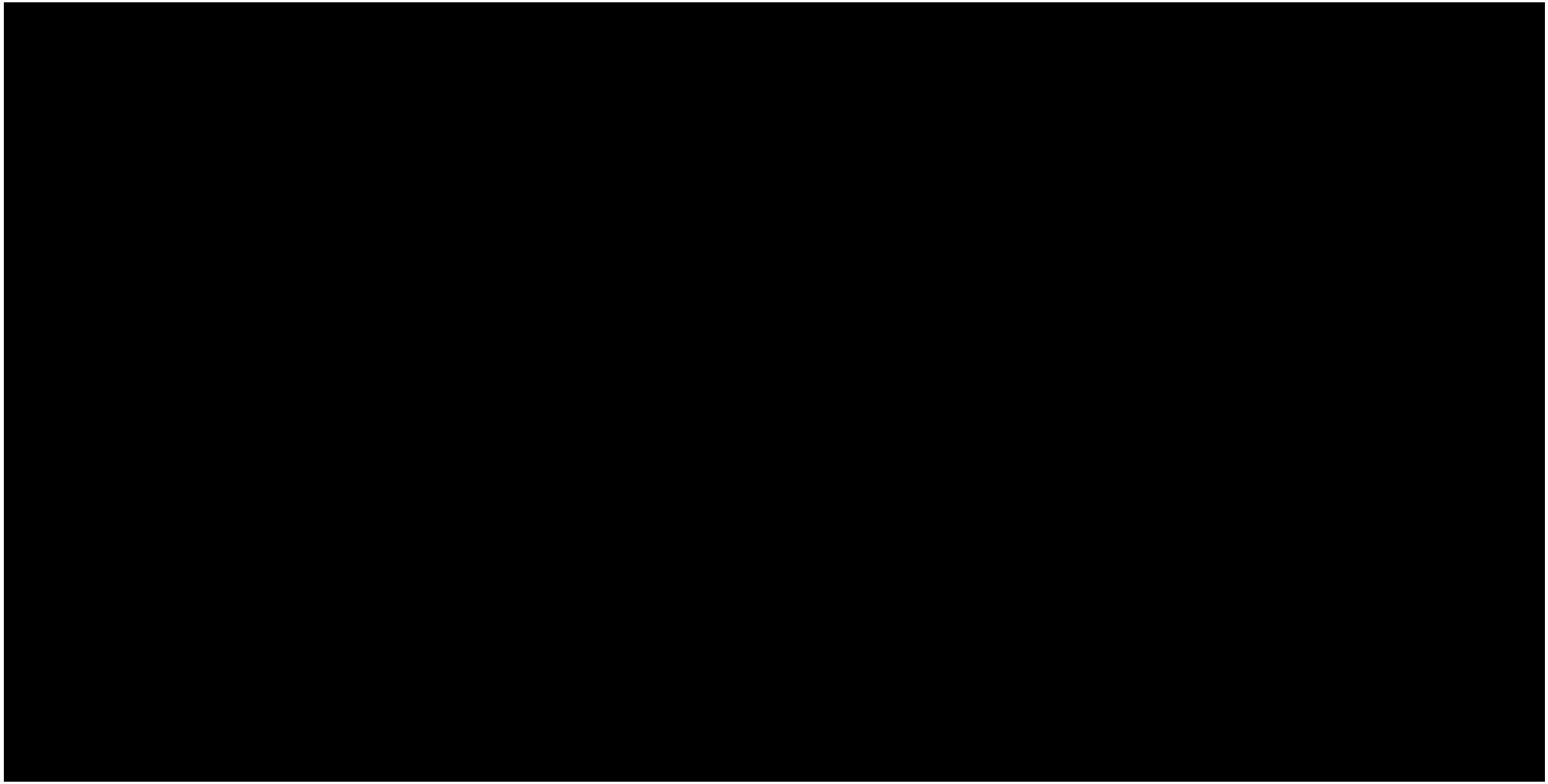


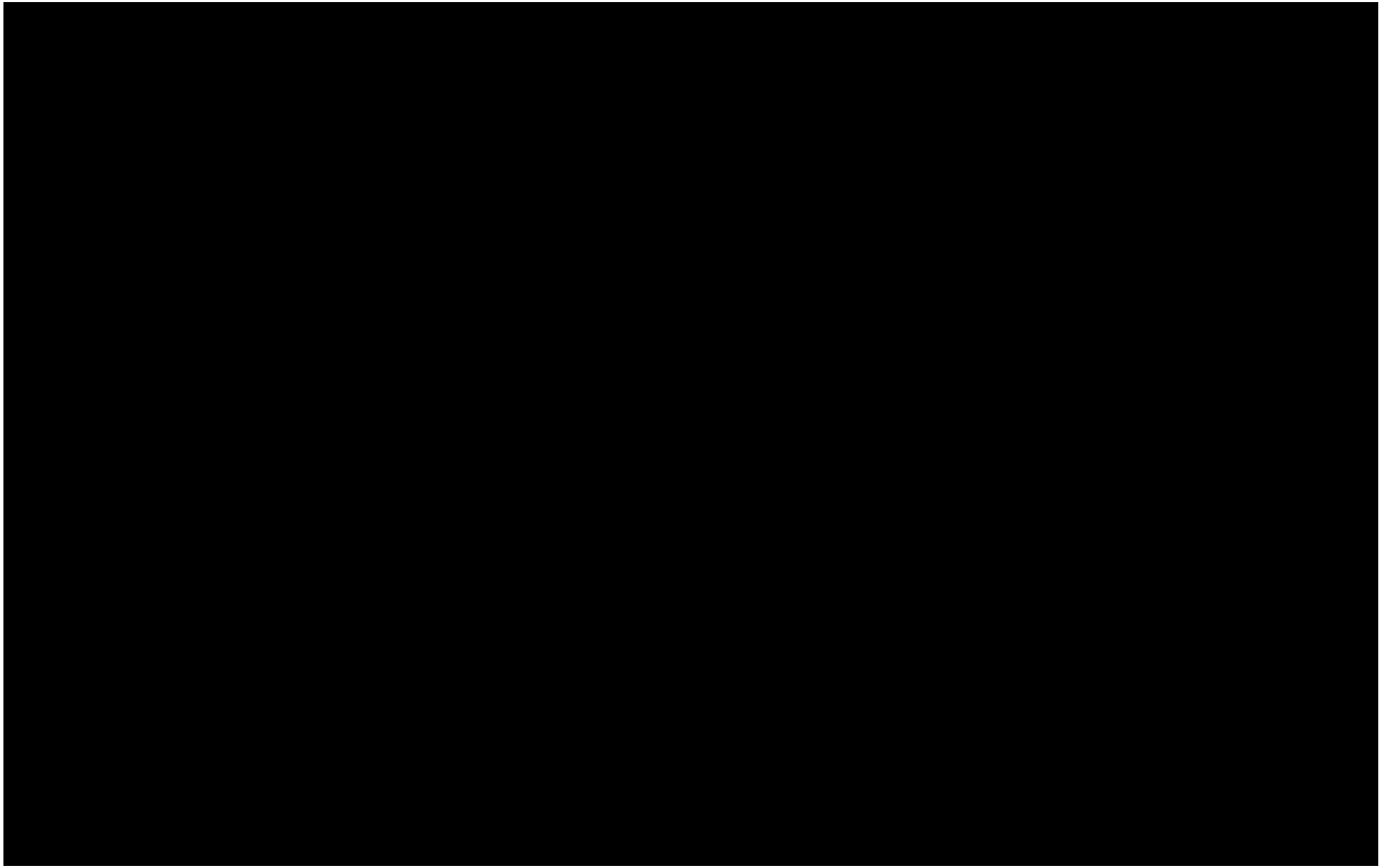












6.2.2 Timeline

Attentive Energy has developed an approach and timeline for obtaining all necessary Federal, State, and local permits and approvals and meeting all permit- and regulatory-related requirements and lease stipulations for the Project. The following sections summarize the required permits or approvals that would be necessary for different Project-related activities and describe Attentive Energy's approach to seeking and receiving these permits and approvals.

The standard BOEM leasing process from initiation (RFI/Call) to operation is illustrated in Figure 6-3. Additional information for Project-related permits and approvals is provided in Attachment 6.2-E, Project Permitting and Approval Process by Project Phase. The entire Project schedule is described in Section 5.

Figure 6-3. Standard BOEM Leasing Process

6.2.2.1 Project Approval Assessment

[redacted]

6.2.2.2 Phase 1 – Lease Execution

[redacted]

[redacted]

[redacted]

Article VII Application for a CECPN and Other New York State Permits and Approvals for Construction of the Project in New York State

Project Sponsor Rise submitted an application to NYSPSC for a CECPN under Article VII for the installation of cables in New York State on December 2, 2022. [redacted]

New York Coastal Zone Management Consistency Determination

NYSDOS is responsible for administering the New York State CMP. Consistency review is the tool that enables the NYSDOS to manage coastal uses and resources while facilitating cooperation and coordination with involved State, Federal, and local agencies. The "consistency" of a proposed activity with the CMP is determined through coastal policies and procedures designed to enable appropriate economic development while advancing the protection and preservation of ecological, cultural, historic, recreational, and aesthetic values. [redacted]

New York State Pollutant Discharge Elimination System Permit for Stormwater Discharges from Construction Activities

The EPA has delegated authority to issue NPDES permits under the CWA to the NYSDEC. Under New York State Environmental Conservation Law Article 17, stormwater discharge(s) from construction activities that disturb one acre or more are required to be covered by the SPDES General Permit for Stormwater Discharges from Construction Activities (GP-0-20-001) or its successor issued by the NYSDEC. [redacted]

[redacted]

[redacted]

[redacted]

Under the New York Public Lands Law, title to the bed of numerous bodies of water is held in trust for the people of New York State under the jurisdiction of NYSOGS. Attentive Energy will request, as appropriate, a work/construction permit (referred to as an "Interim Permit for Use of State-Owned Property") and a license, grant, and/or easement from the Bureau of Land Management within the New York State NYSOGS for the property rights and other authorizations to construct portions of the Project in, on or above state-owned lands now or formerly underwater. [redacted]

Construction and Operations Plan and Other Federal Approvals and Reviews though FAST-41

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

New Jersey State Permits and Approvals for Construction of the Project in State Waters

[redacted]

[redacted]

[redacted]

Local Ordinances

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

6.3 Financing Plan

6.3.1 Sponsor Bankability

6.3.1.1 Attentive Energy and Sponsor Background

AE1 is one of two independent projects with distinct ownership within Attentive Energy, which is a limited liability company owned by TotalEnergies, Rise, and Corio. The Sponsors – supported by their centralized resources, local teams, global partners, and affiliates, each bring significant experience in developing, financing, constructing, and operating large-scale energy projects.

Over the past six years, Attentive Energy, supported by its Sponsors, has developed AE1 from the ground up, communicating with leading financial institutions and independent financial advisors to monitor and incorporate market developments and industry progress into AE1's financial analysis. Attentive Energy is confident in its financing approach and ability to deliver value to New York ratepayers.

Each of the Sponsors brings a demonstrated ability to finance construction through market sources and together they offer exceptional financial capability and scale. Their strong balance sheets, extensive experience financing large energy projects both domestically and abroad, and deep institutional relationships will enable Attentive Energy to achieve the best possible financing terms available, facilitating the most competitive possible OREC price, while ensuring stability against market fluctuations and pressures.

- TotalEnergies increased its global investments in electricity and renewables to $5 billion in 2023 (up from $4 billion in 2022) and is currently developing more than 11 GW of offshore wind capacity around the world. TotalEnergies' multi-energy strategy and strong financial base are strengths that have allowed it to be a major global energy provider for 100 years and to establish goals of investing $60 billion in low-carbon energies and reaching 100TWh of renewable power generation by 2030. TotalEnergies is also able to tap additional renewable energy project financing and tax equity experience and relationships through its interests in Clearway, through which it owns and operates over 6.5 GW of utility-scale wind and solar capacity throughout the U.S.;
- [redacted]
- Corio is a specialist offshore wind developer with a highly qualified team that combines leading industrial and financial expertise, and is supported by its investment partner, OTPP, and parent company, Macquarie. With a project pipeline of approximately 30 GW globally, Corio's team has successfully taken projects from origination through financing, development, construction, and into operations. OTPP brings additional financial strength to Attentive Energy as one of the world's largest institutional investors with around $250 billion in net assets under management. MAM is a global asset manager, integrated across public and private markets. Trusted by institutions, governments, foundations and individuals to manage approximately $612 billion in assets, MAM provides a diverse range of investment solutions including real assets, real estate, credit and equities, and multi-asset. Adding to the Sponsor's financial backing, MAM is part of Macquarie Group, a diversified global financial group providing clients with asset management, finance, banking, advisory, and risk and capital solutions across debt, equity, and commodities. Macquarie Group has been listed on the Australian Securities Exchange since 1969.

The Sponsors' exceptional legacies provide New York with access to a strong set of in-house capabilities and close relationships with best-in-class industry supply chain vendors and advisors. Together, the

Sponsors have the financial capability and resources to fund the cash equity portion of AE1 to completion and the market knowledge and experience to raise the required debt and tax equity financing necessary to capitalize AE1. The Sponsors' unique and unmatched set of financing capabilities will allow Attentive Energy to deliver a world-class, complex, and capital-intensive infrastructure project to the State on budget and on time, even in the face of changing market conditions.

6.3.1.2 Financing and Tax Credit Monetization Experience

[redacted]

[redacted]

6.3.1.3 Demonstrated Financial Strength

Audited Statements

[redacted]

[redacted]

[redacted]

Ability to Provide Security

[redacted]

[redacted]

Credit Issues

[redacted]

[redacted]

[redacted]

[redacted]

Events of Default

[redacted]

6.3.2 Financing Structure and Mechanisms

[redacted]

[redacted]

6.3.2.1 Equity and Ownership Agreements

Attentive Energy LLC is the leaseholder of BOEM lease OCS-A 0538, which has an estimated offshore generating capacity of approximately 3 GW. [redacted]

- [redacted]
- [redacted]

[redacted]

[redacted]

[redacted]

[redacted]

6.3.2.2 Role of Tax Credits

[redacted]

[redacted]

[redacted]

Potential OREC Savings Due to Tax Adjustments

ITC Adders

[redacted]

Property Taxes

[redacted]

Depreciation

[redacted]

6.3.2.3 OREC Pricing Structure

[redacted]

[redacted]

[redacted]

6.3.2.4 Construction Costs

[redacted]

[redacted]

[redacted]

[redacted]

Inflation

[redacted]

[redacted]

[redacted]

6.3.3 Planned Insurance Program

[redacted]

[redacted]

- [redacted]
- [redacted]
- [redacted]

[redacted]

[redacted]

[redacted]

[redacted]

6.3.4 Risk Management

[redacted]

[redacted]

[redacted]

6.4 Equipment, Development, and Logistics Plan

6.4.1 Overview of Primary Components

Major components of the Project are listed below. Detail on select data used to advance design of each component to date is provided in Table 6-14.

[redacted]

[redacted] The project components are presented in Table 6-15.

[redacted]

6.4.1.1 Wind Turbine Generators

Based on discussions with OEMs, various WTG platforms will be commercially available for the timeline of the Project. [redacted]

- [redacted]
- [redacted]
- [redacted]
- [redacted]

[redacted]

6.4.1.2 Foundations

[redacted]

[redacted]

Foundation installation methods and relevant seabed preparations are discussed in Section 6.4.5.3.

Attentive Energy benefits from TotalEnergies' experience with installing [redacted]

The Project additionally benefits from team members who were involved with design and installation of the first offshore wind farms in the U.S., including Block Island Wind Farm, South Fork Wind, Skipjack Wind, Sunrise Wind 1, and Revolution Wind.

6.4.1.3 6Inter-Array Cables

[redacted]

6.4.1.4 Offshore Substation (OSS)

Attentive Energy's current design basis uses [redacted]

[redacted]

[redacted]

6.4.1.5 Meshed Ready Optionality

[redacted]

6.4.1.6 Export Cables

[redacted]

[redacted]

6.4.1.7 Onshore Works

[redacted]

[redacted]

[redacted]

[redacted]

6.4.2 Manufacturing and Procurement of Primary Components

6.4.2.1 Potential Location for Component Manufacture

While the opportunities to source primary and secondary component manufacturing within New York State and domestically are continuously expanding, the U.S. market is still in its early stages and will need to be supported by the global supply chain to meet the high demand for offshore wind over the next decade.

Table 6-16 lists the major components that the Project will need to procure, as well as the known locations of current operations and announced future operations (including industry commitments for new facilities).

6.4.2.2 Development of Procurement Strategy

Backed by decades of global procurement and engineering experience, Attentive Energy has performed extensive technical due diligence in the U.S. offshore wind market. Utilizing experience with OEMs and the relationships built by TotalEnergies and Corio, Attentive Energy understands the state of the market and the local sourcing opportunities in New York.

Attentive Energy benefits from the expertise of its Sponsors in understanding offshore wind technologies and on-the-ground experience contracting and executing large capital projects in offshore wind, oil and gas, and transmission. Attentive Energy offers both local expertise and global procurement experience and will be responsible for contracting of major components and incorporating the localization of supply chain opportunities.

Attentive Energy intends to leverage its Sponsors procurement practices to ensure that a competitive and fair process is used to procure all major components and services to deliver a cost-effective and timely offshore wind project.

6.4.2.3 Approved Supplier List and Pre-Qualification Requirements

[redacted]

[redacted] See the Economic Benefits Plan in Section 10 for additional information.

6.4.2.4 Domestic Steel Purchasing

[redacted]

6.4.2.5 Opportunities for Local Supply Growth

[redacted]

[redacted]

[redacted]

[redacted]

6.4.2.6 Status of Component Acquisition, Contracts, and Vendors Considered

[redacted]

- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]

[redacted]

6.4.2.7 Key Contract Strategy

The Project will coordinate key contracts as follows:

This contract strategy has been designed to allow efficiencies

-
-
-
-
-

6.4.2.8 Responsible Disposal and Recycling Design Considerations

- [redacted]
- [redacted]
- [redacted]

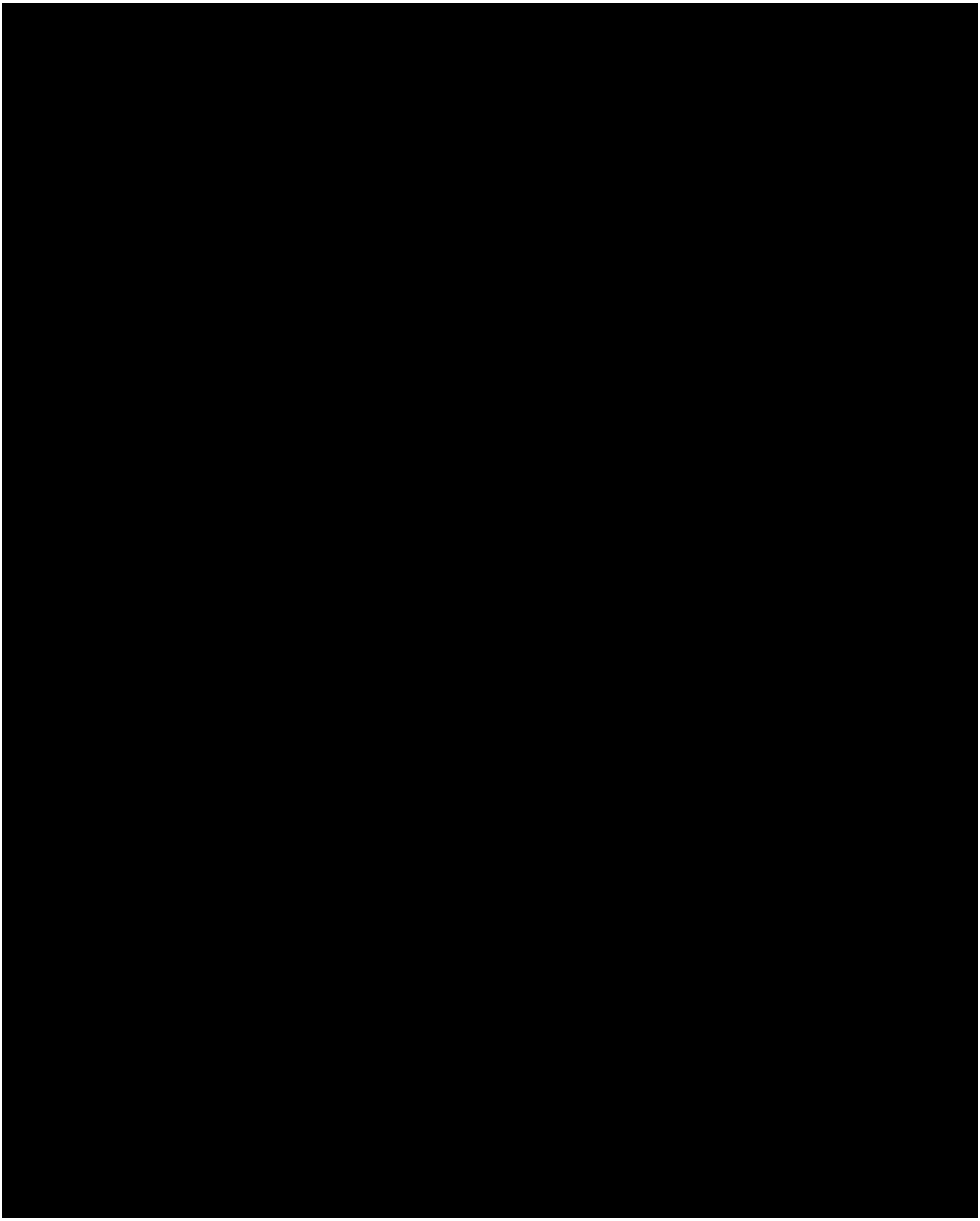
[redacted]

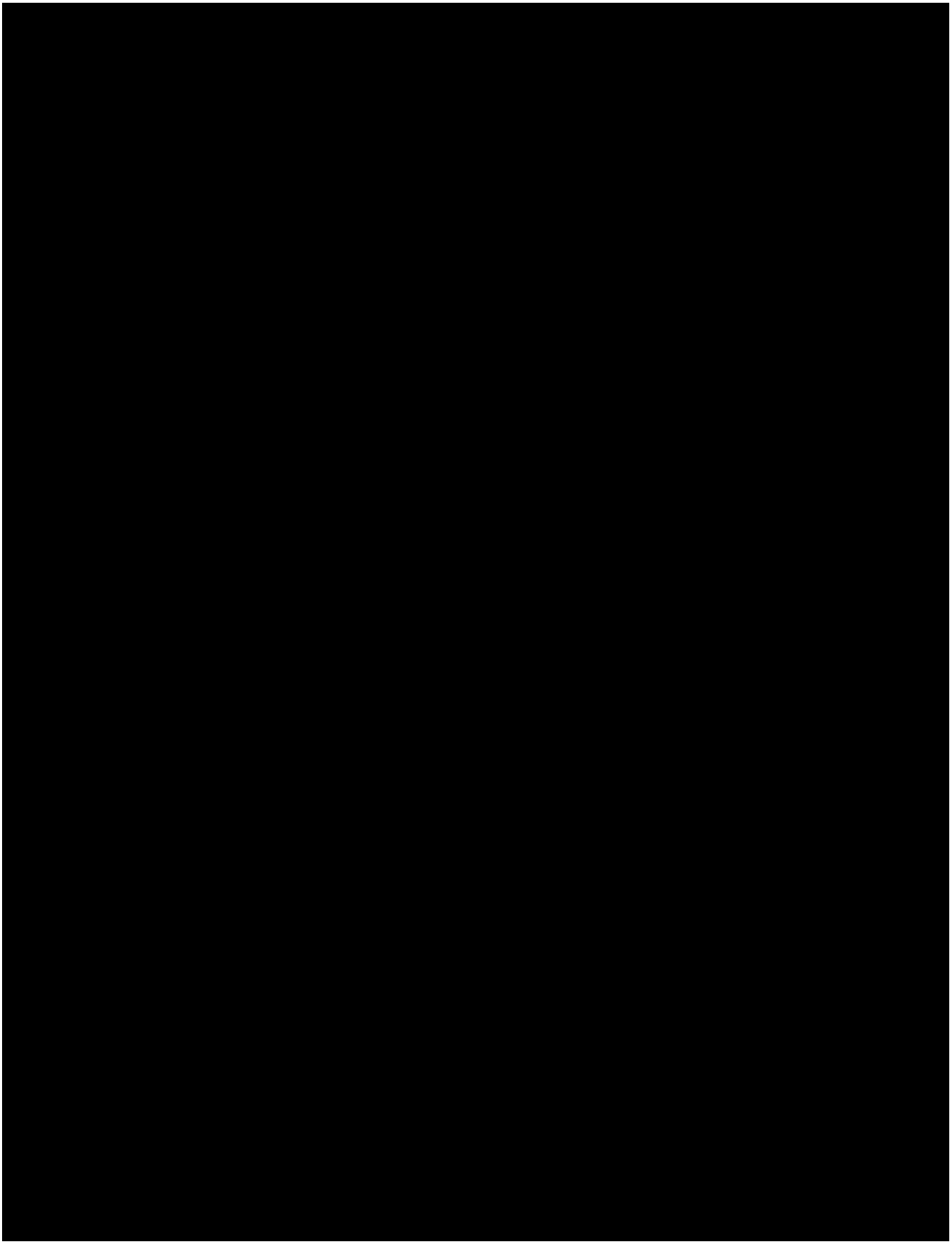
[redacted].

6.4.3 Major Deployment Tasks and Equipment

Table 6-16 provides an overview of the major work packages associated with the construction and logistics and the associated main or specialized equipment for each work package.

[redacted]





[redacted]

6.4.4 Marine Terminals

[redacted]

6.4.4.1 New York Marshalling Port

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

6.4.4.2 Ravenswood: Construction Support and an O&M Hub

[redacted]

6.4.5 Staging and Deployment

6.4.5.1 Onshore Substation and Electrical Equipment Logistics

Site Preparation

[redacted]

[redacted]

HVDC Converter Structure Construction

Converter structure construction consists of 1) mobilization; 2) site preparation; 3) access road and laydown areas; 4) foundations; 5) superstructure construction; 6) interiors; and 7) demobilization.

Grid Interconnection & Network Upgrades

The Project is interconnecting to the Rainey Substation. Modifications required at the substation to support the interconnection may be completed by the substation owner, Con Edison, and/or as defined in the Interconnection Agreement. More detail can be found in Section 7.

Cable Landing & Onshore Cable Installation

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]

Transport of the Onshore Substation Components from Manufacturer's Site to Onshore Construction Site

[redacted]

HVDC Converter Installation

[redacted]

6.4.5.2 WTGs

[redacted]

Transport from Manufacturer's Location to WTG Marshalling Port and Pre-assembly

[redacted]

Transport from Marshalling Port to Offshore Site and Installation at the Offshore Site

[redacted]

Commissioning

[redacted]

6.4.5.3 WTG Foundations

Transport from Manufacturer's Location to Staging Port and Pre-assembly

[redacted]

Transport from Staging Port to Offshore Construction Site

[redacted]

[redacted]

WTG Foundation Installation

[redacted]

Noise Mitigation

[redacted]

Seabed Preparation & Scour Protection

[redacted]

[redacted]

[redacted]

6.4.5.4 Inter-Array Cables

Transport from Manufacturer's Location to Staging Port

[redacted]

Cable Staging Port and Transport from Staging Port to Site

[redacted]

[redacted]

Inter-Array Cable Installation

Cable Laying

[redacted]

- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]

Cable Pull-In

[redacted]

- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]

Cable Burial

[redacted]

[redacted]

Cable Testing and Termination

[redacted]

Pre- and Post-Installation Seabed Preparation

[redacted]

[redacted]

[redacted]

6.4.5.5 Offshore Substation

Transport of OSS from Manufacturer's Site to Offshore Site

[redacted]

OSS Installation

[redacted]

Installation of OSS Topside

[redacted]

Commissioning of OSS

[redacted]

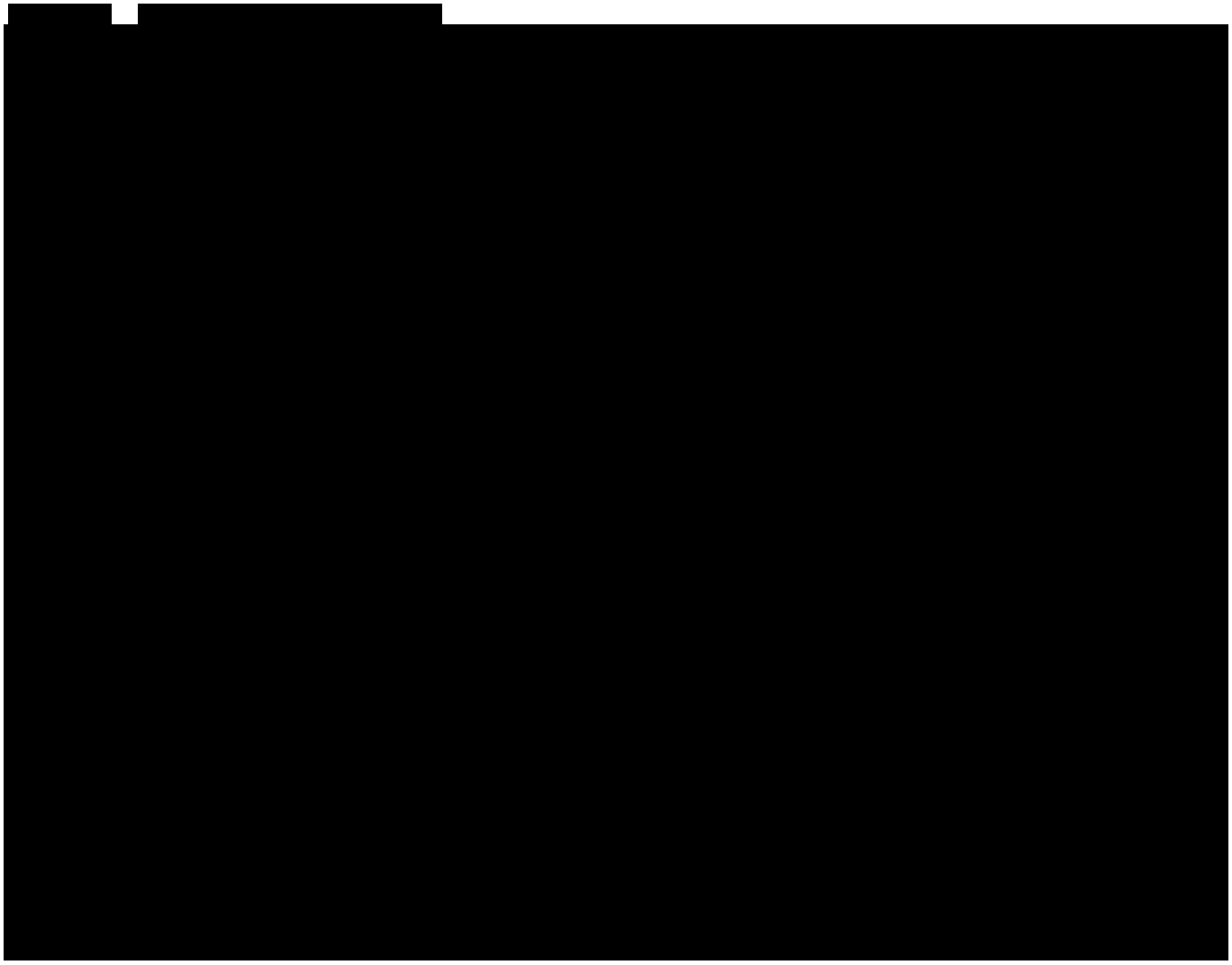
Pre- and Post-Installation Seabed Work

[redacted]

6.4.5.6 Export Cables

The Project has rights to Queensboro Renewable Express Circuit A (QRE-A), one of the two circuits being developed by Rise as part of Queensboro Development, a planned offshore transmission project consisting of two HVDC transmission facilities. Rise submitted an application to the NYSPSC for a CECPN under Article VII of the New York State Public Service Law on December 2, 2022 for Queensboro Renewable Express. On May 9, 2024, the CECPN was deemed compliant with application requirements by the Secretary to the Public Service Commission. [redacted]

[redacted]



Export Cable Logistics

Transport from Manufacturer's Location to Staging Port

[redacted]

Transport from Staging Port to Site

[redacted]

Export Cable Installation

[redacted]

Cable Pull-In at OSS

[redacted]

Cable Landing at Ravenswood

[redacted]

Cable Burial

[redacted]

Cable Testing and Termination

[redacted]

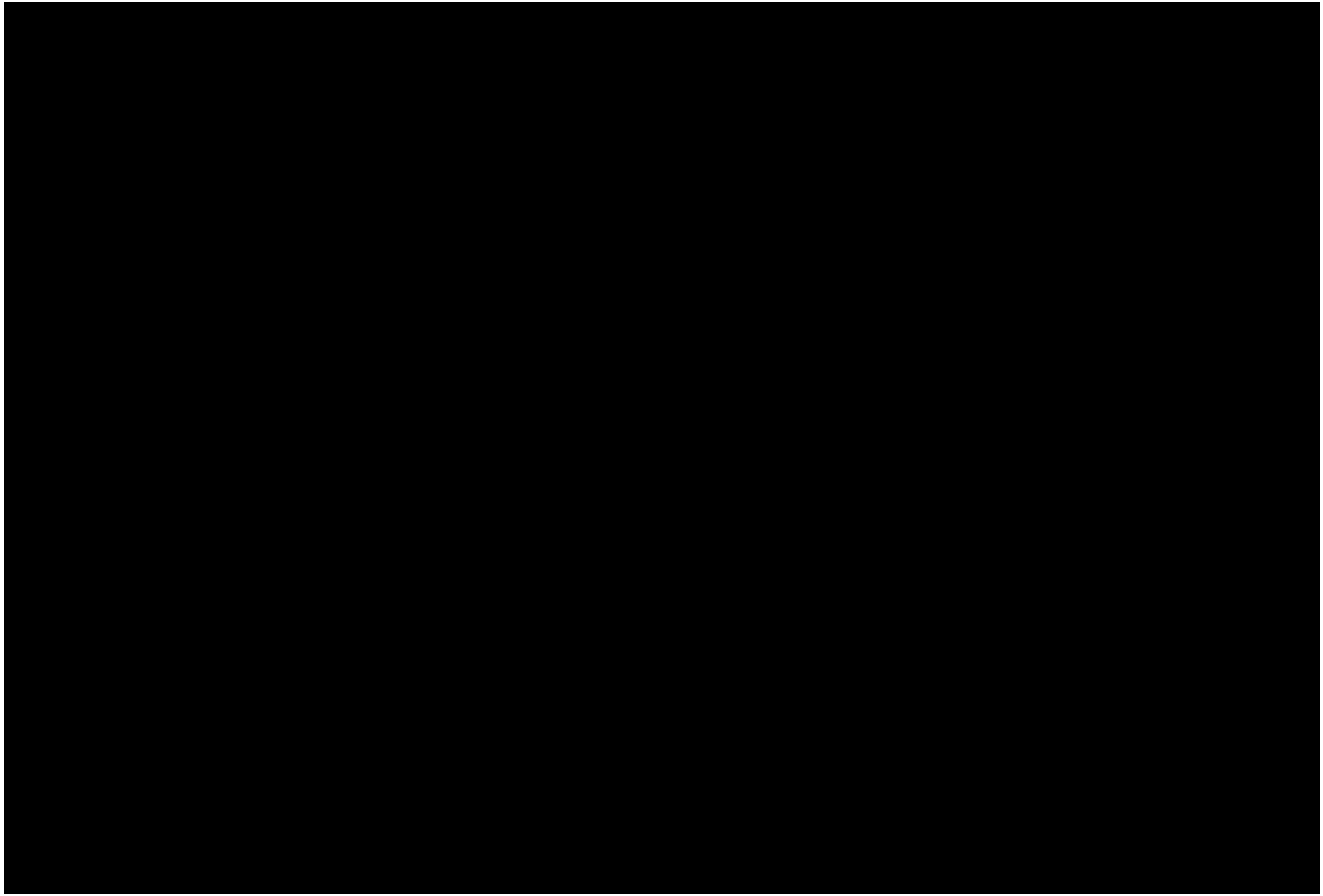
Pre- and Post-Installation Seabed Work

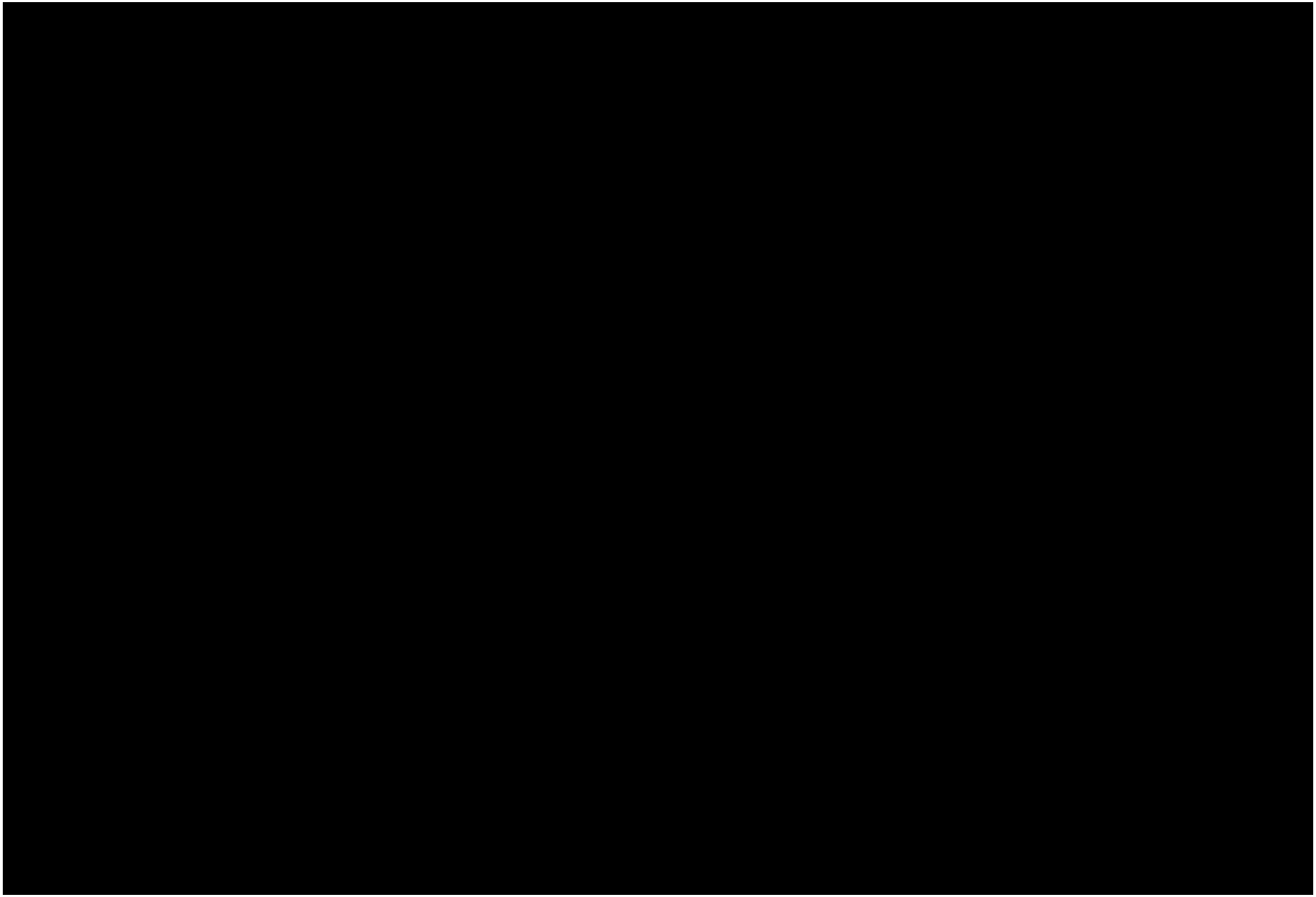
[redacted]

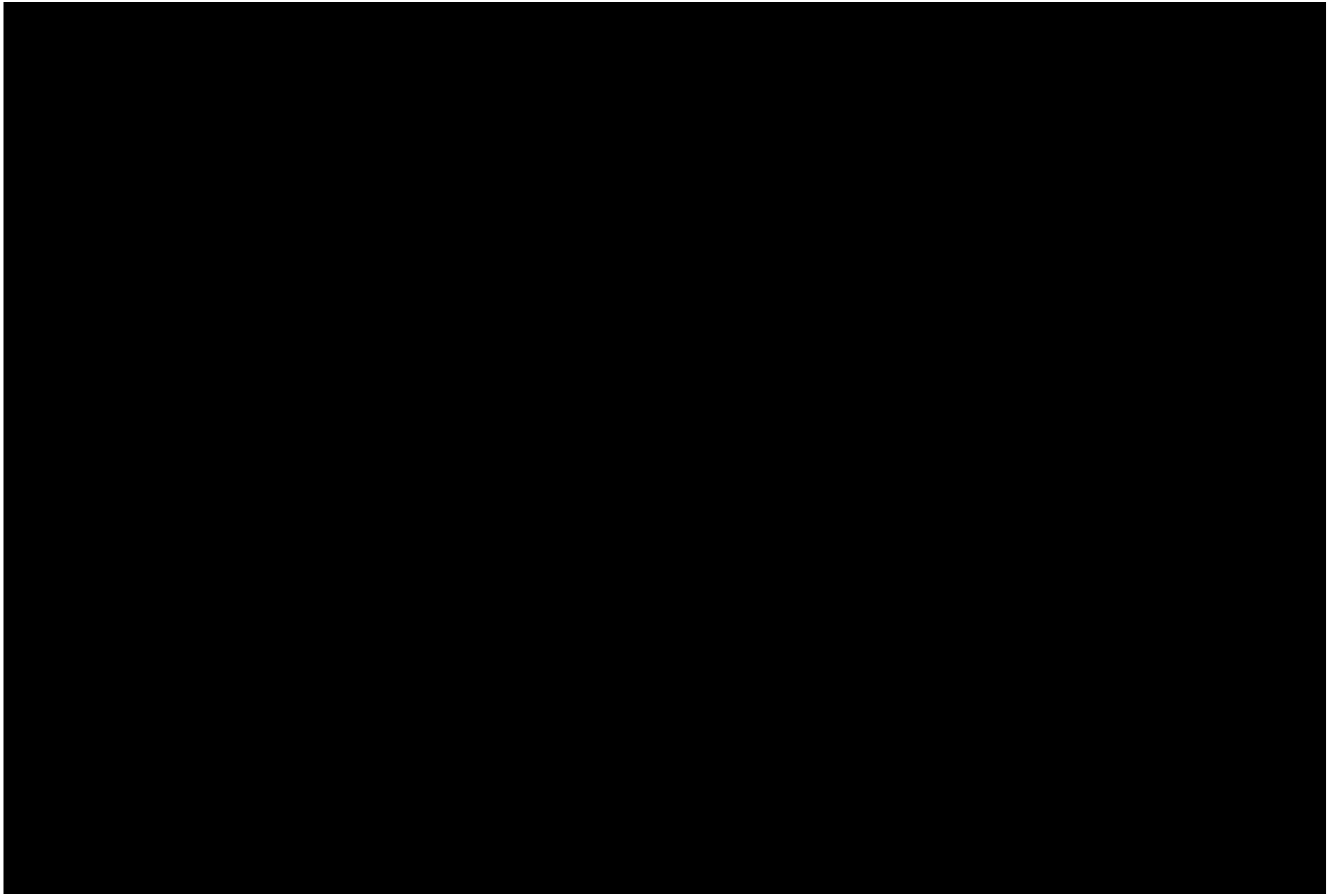
[redacted]

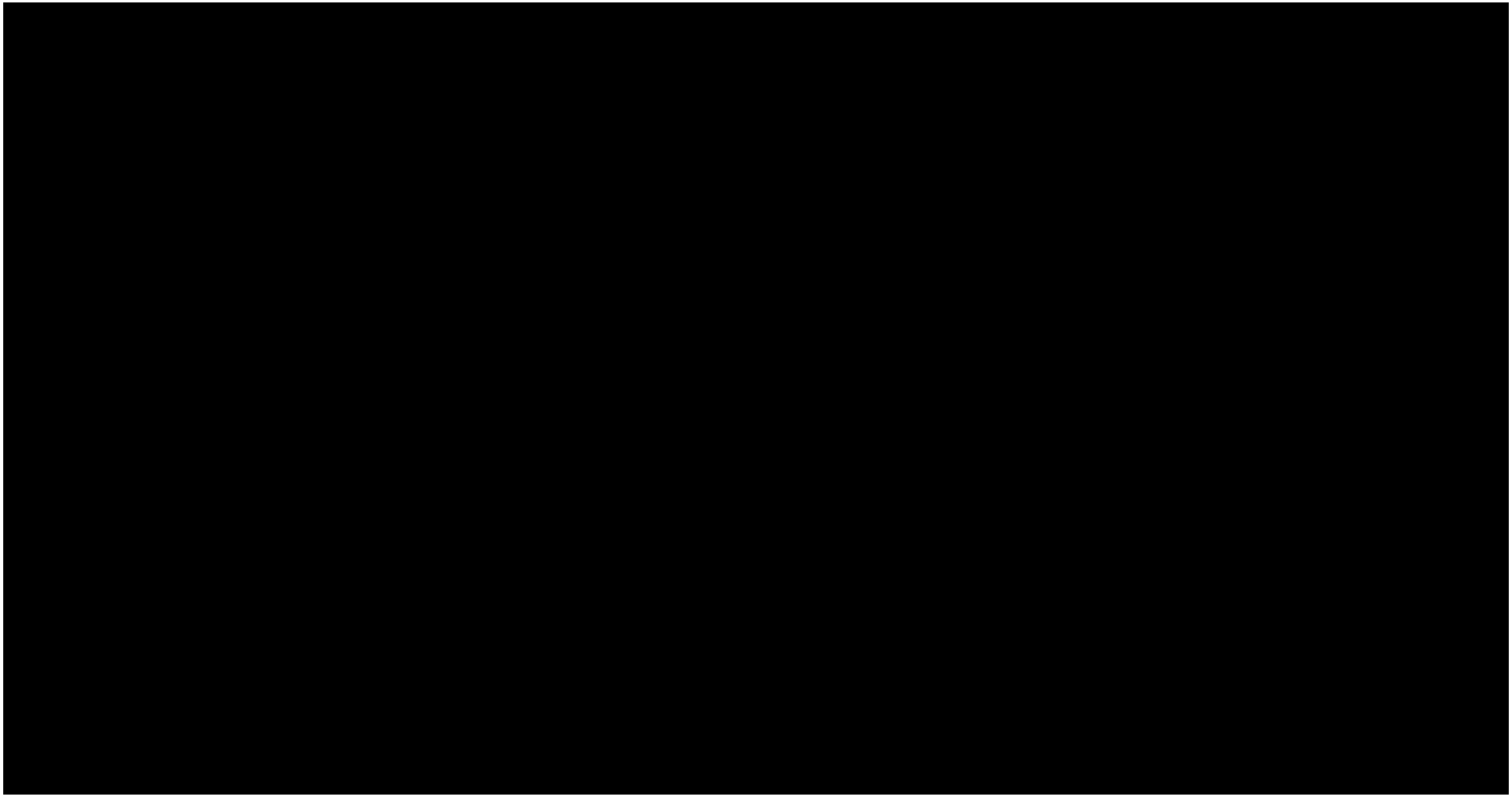
6.4.6 Vessels

Table 6-19 provides the Vessel concepts for AE1.









6.4.6.1 Vessel Supply Chain Engagement and Vessel Approach

Attentive Energy benefits from TotalEnergies' global procurement organization, which has long-standing and strong relations with the world's leading maritime offshore wind suppliers and operators. [redacted]

Table 6-20. AE1 Installation Vessels

Vessel Type and Task	Jones Act and Passenger Transport Act Requirements	[redacted]
WTIV for Offshore Installation of WTG	US-flagged, owned, and operated vessel required when WTG components are moved between marshalling site and offshore location or between offshore locations. Foreign vessels are acceptable only for stationary lifts.	[redacted]
Heavy Lift Crane Vessel for Installation of WTG Foundations and OSS	Same rules as for WTIV.	[redacted]
Barges and tugs for transport of WTG and foundation components between manufacture site, marshalling sites and offshore construction site	US-flagged, owned, and operated vessel required for transport of foundation components between U.S. points.	[redacted]
FFPV for transport and installation of scour protection	U.S.-flagged, owned, and operated vessel not required for loading, transport, and installation of 1st scour protection layer onto undisturbed seabed.	[redacted]
CLV	CLVs are excluded from the Jones Act and Passenger Transportation Act as specialized construction units.	[redacted]
SOV and OCV for support and accommodation and transfer of offshore technicians	US-flagged, owned, and operated vessel required for transfer of personnel and material between U.S. points.	[redacted]
CTVs for transfer of technicians and equipment between construction vessels, WTG locations and shore	US-flagged, owned, and operated vessel required for transport of passengers and cargo between U.S. points.	[redacted]

6.4.7 Operation and Maintenance

Attentive Energy's O&M philosophy is to operate its wind farm in a safe, reliable, and cost-effective manner for the lifetime of the Project. [redacted]

[redacted]

Attentive Energy benefits from the offshore and onshore operations and maintenance experience of the Sponsors, who operate large-scale offshore energy assets globally and in NYC's largest thermal generating facility.

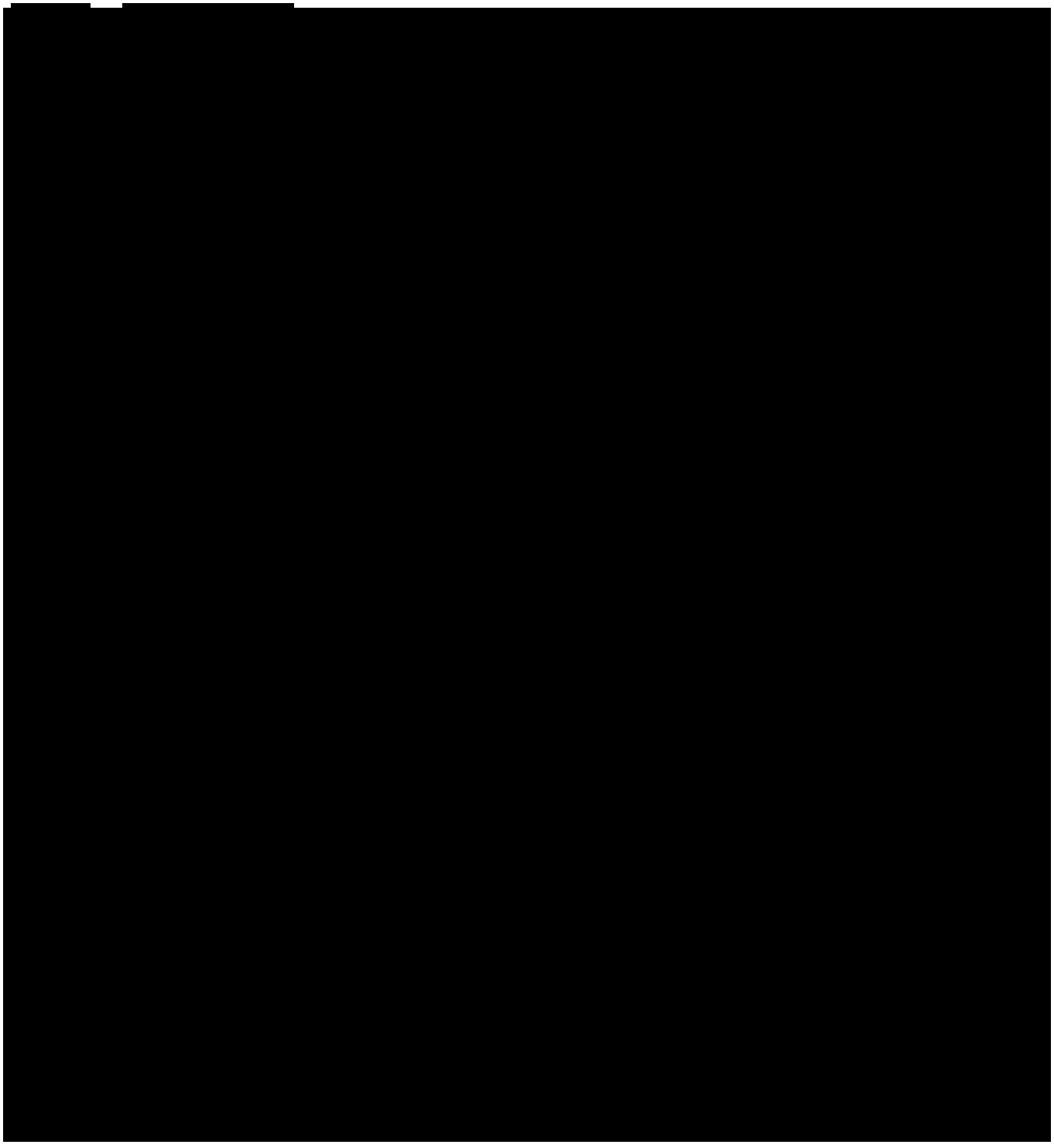
6.4.7.1 Planned Outage Requirements

[redacted]

6.4.7.2 Cycle Length

In accordance with the manufacturers' and regulatory authorities' requirements, the time intervals for minor and major overhauls vary between different components of the Project. Table 6-21 [redacted]

[redacted]



[redacted]

[redacted]

6.4.7.3 Operational Constraints and Restrictions

[redacted]

- [redacted]
- [redacted]
- [redacted]

[redacted]

Lighting Controls

Attentive Energy agrees to install lighting controls to minimize nighttime visibility from shore and risk to wildlife.

6.5 Quality, Health, and Safety

It is the policy of Attentive Energy and its Sponsors to provide their employees, visitors, and contractors with a safe workplace. Attentive Energy believes all accidents are preventable and will establish a comprehensive health, safety, and environment (HSE) risk assessment process and corresponding HSE management system (HSE MS) for the entire project lifecycle–including the operational phase. [redacted]

Maintaining a robust health and safety culture across all AE1 activities, to achieve zero accidents or injuries, is Attentive Energy's highest priority. [redacted]

6.5.1 Contractual requirements for Major Suppliers

[redacted]

[redacted]

6.5.2 Health Safety Convictions and Enforcement Notice disclosures

[redacted]

6.5.3 Sponsors' Quality, Health and Safety policies and best practices

6.5.3.1 Total Energies’ safety for you, for me, for all

Tied to responsible development is a commitment to safety. Safety is more than a priority at TotalEnergies – it is a core value on which the company will not compromise for any reason and is the foundation of its long-term viability. TotalEnergies conducts its operations based on its Safety Health Environment Quality Charter. It forms the common foundation for TotalEnergies’ management framework, and sets out the basic principles applicable to safety, security, health, the environment, quality, and societal commitment.

Company directives and rules define minimum requirements. General specifications, guides, and manuals are used to implement these directives and rules. TotalEnergies’ subsidiaries implement these requirements by means of their own management systems, which consider local specificities and regulatory requirements.

[redacted]

[redacted]

[redacted]

[redacted]

6.5.3.2 Corio's safety CORE

HSE considerations are fully integrated into Corio's strategy, decision-making processes, and culture, ensuring HSE is a core value embedded in all decisions and operations. Corio employees take ownership of Health, Safety, Sustainability & Quality and are expected to meet the high HSE standards. Corio aims for zero injury, no illnesses among employees and contractors, and the avoidance of any adverse impact on the environment and the communities involved in its businesses. [redacted]

[redacted]

- [redacted]
- [redacted]
- [redacted]
- [redacted]

[redacted]

6.5.3.3 Rise's safety commitments

Rise is committed to the safety, health and wellness of all employees and contractors. All employees are expected to understand and mitigate risks before performing work with the goal of zero-injuries in the workplace. [redacted]

[redacted]

6.6 Project Risk Register

The Project Risk Register is included in Attachment 6.6-A.

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LIST OF ATTACHMENTS

SECTION 6 Project Development Plan

Attachment 6.1-A: [redacted]

Attachment 6.1-B: [redacted]

Attachment 6.2-A: [redacted]

Attachment 6.2-B: [redacted]

Attachment 6.2-C: [redacted]

Attachment 6.2-D: [redacted]

Attachment 6.2-E: [redacted]

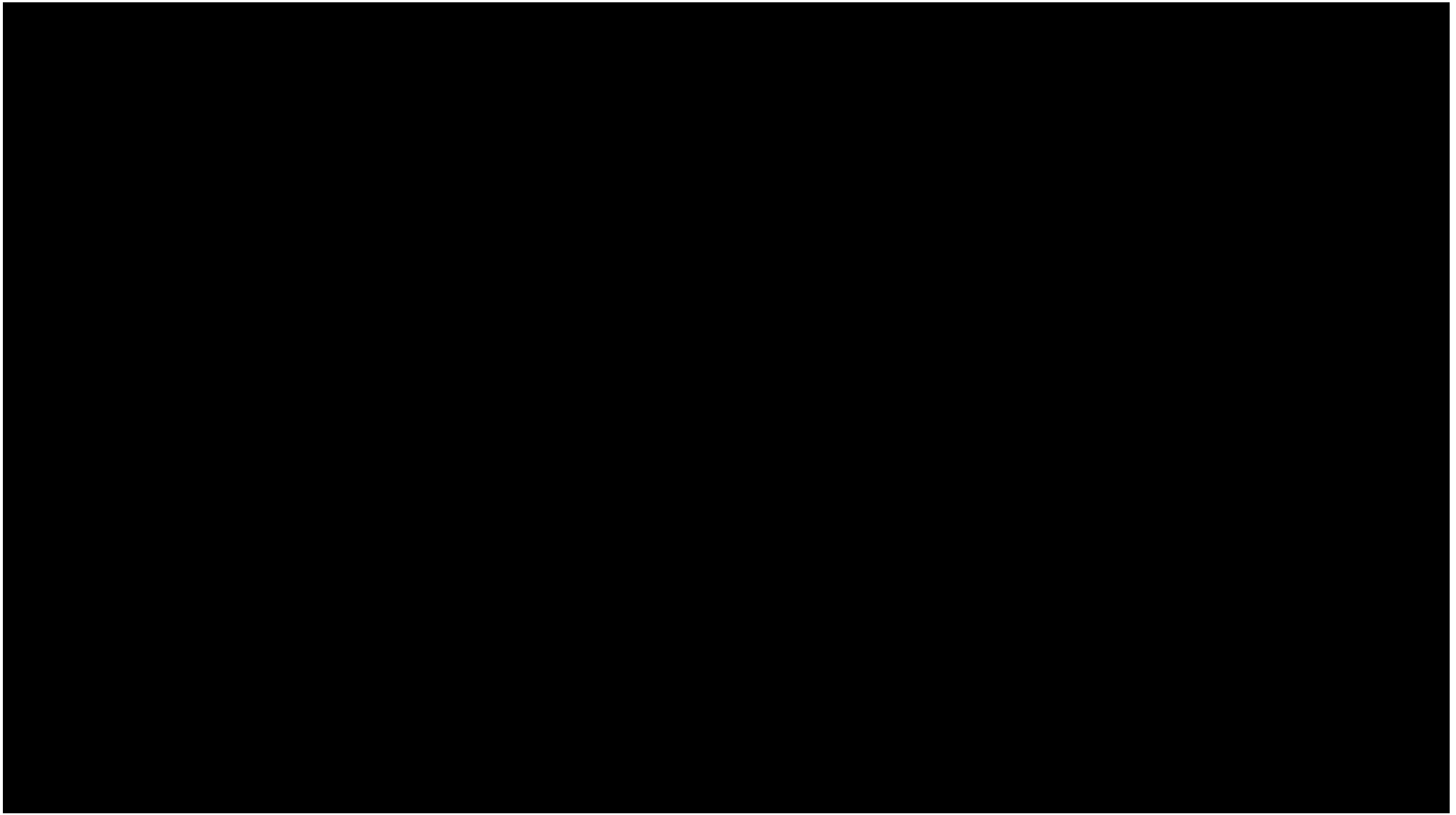
Attachment 6.3-A: [redacted]

Attachment 6.3-B: [redacted]

Attachment 6.3-C: [redacted]

Attachment 6.5-A: [redacted]

Attachment 6.6-A: [redacted]



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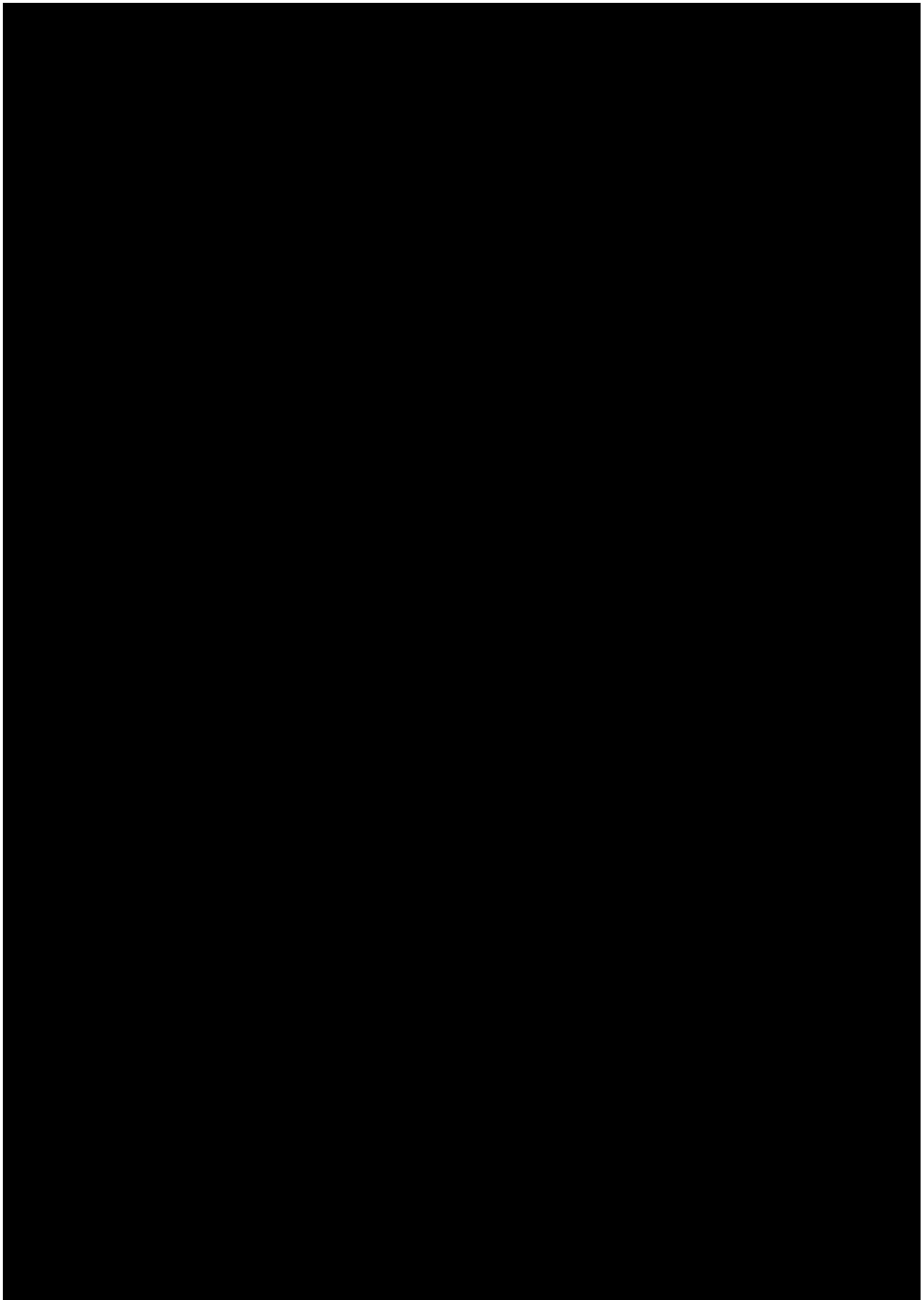
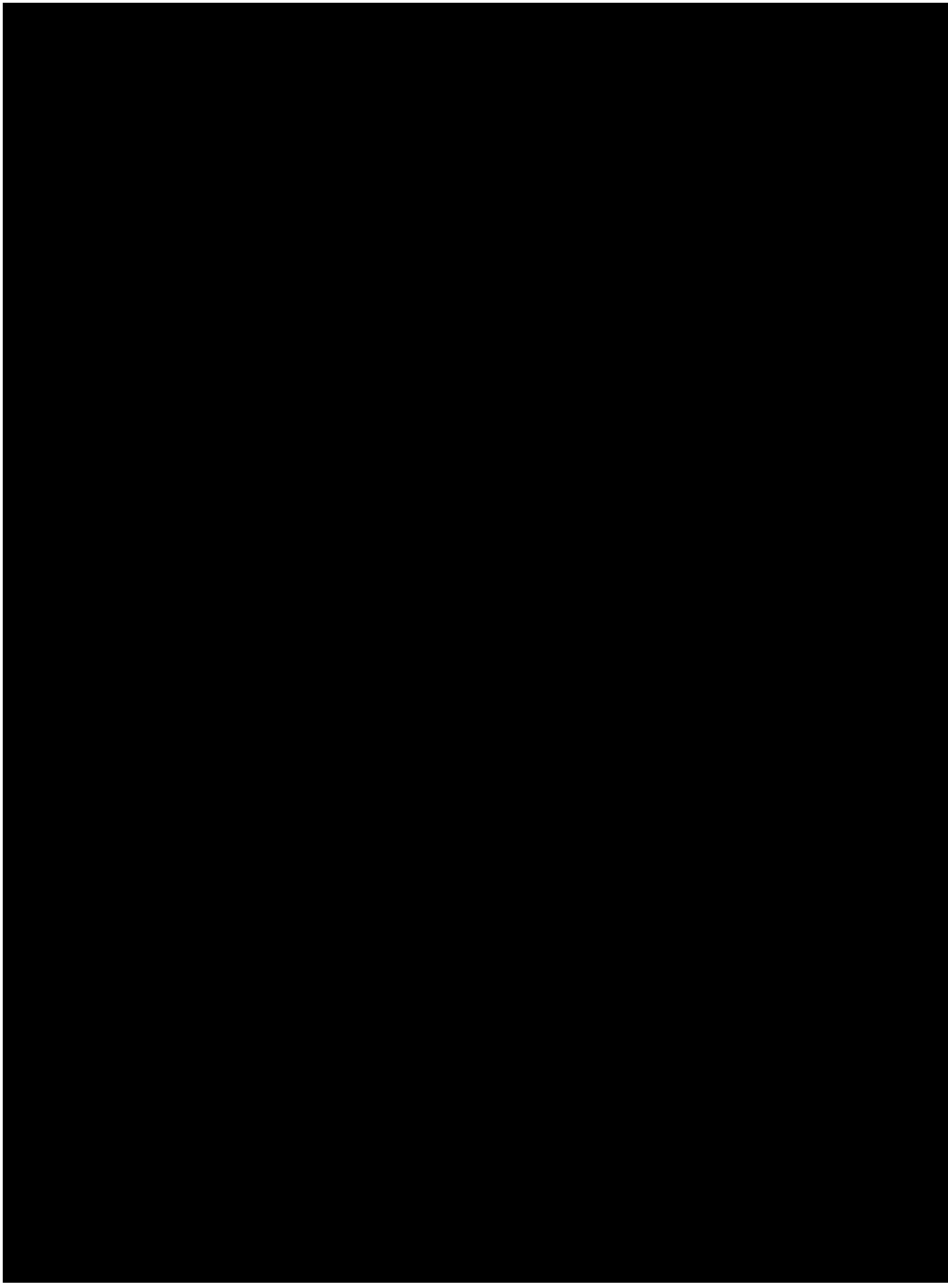
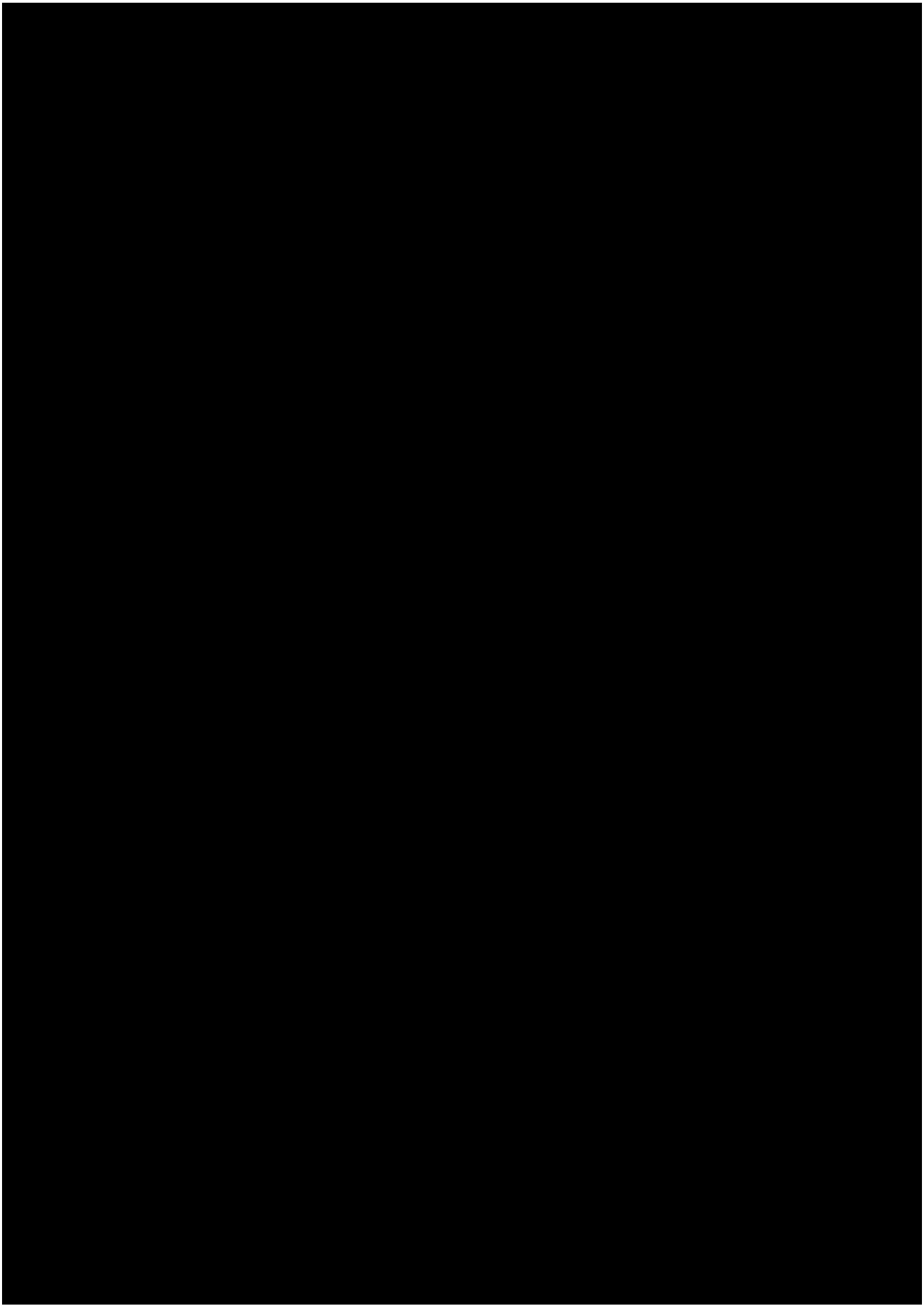
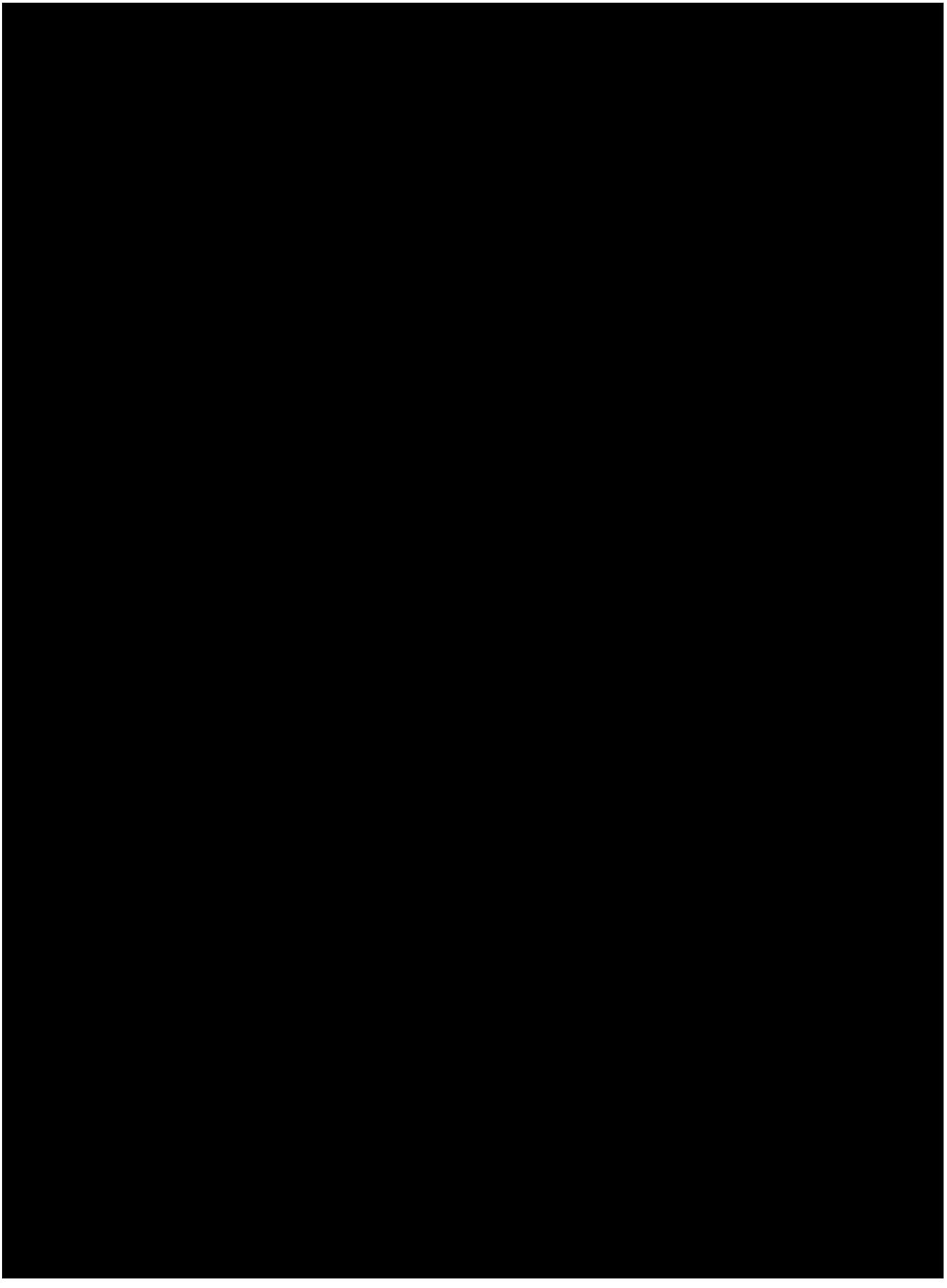
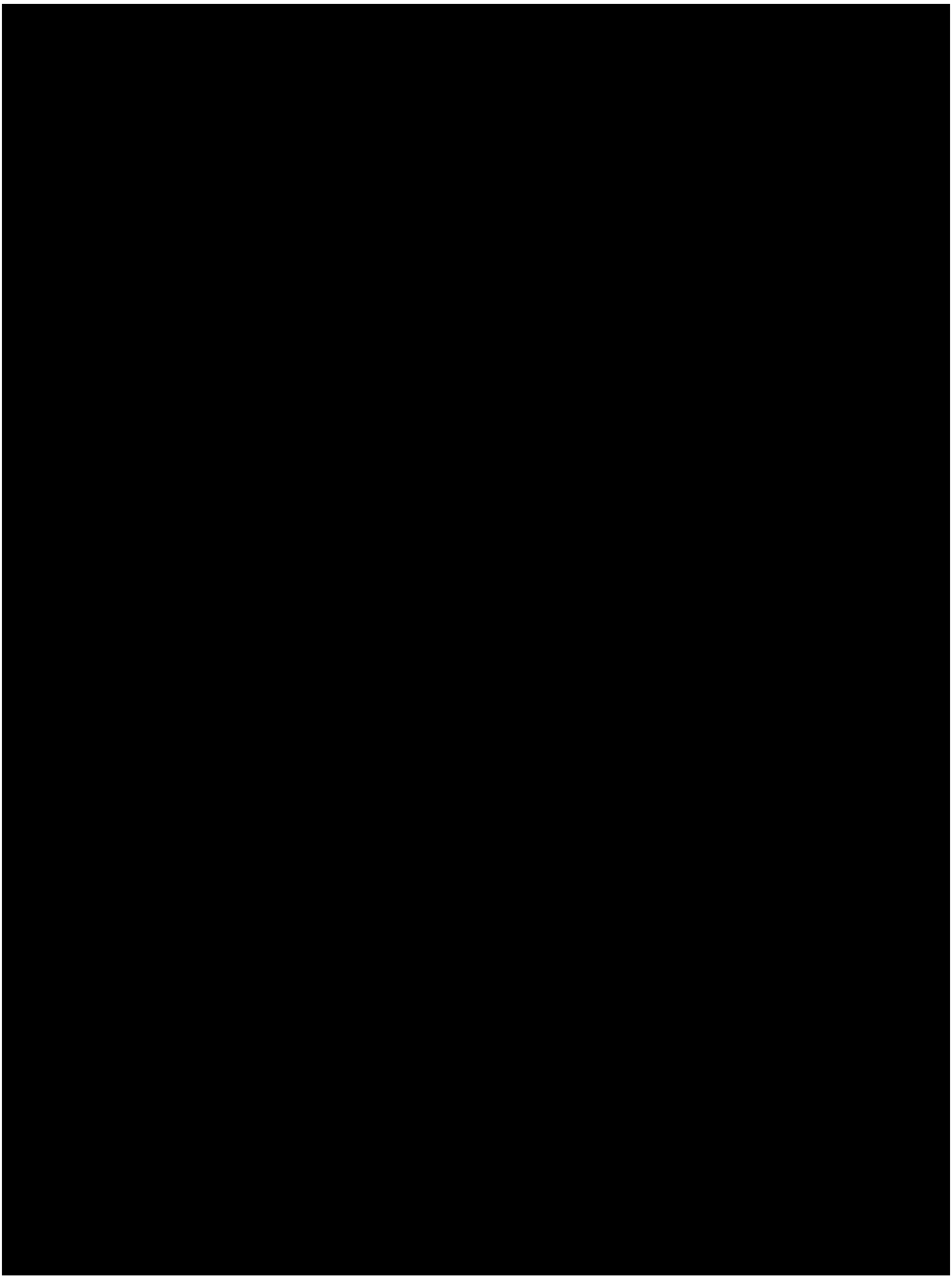
PUBLIC SERVICE COMMISSION
STATE OF NEW YORK

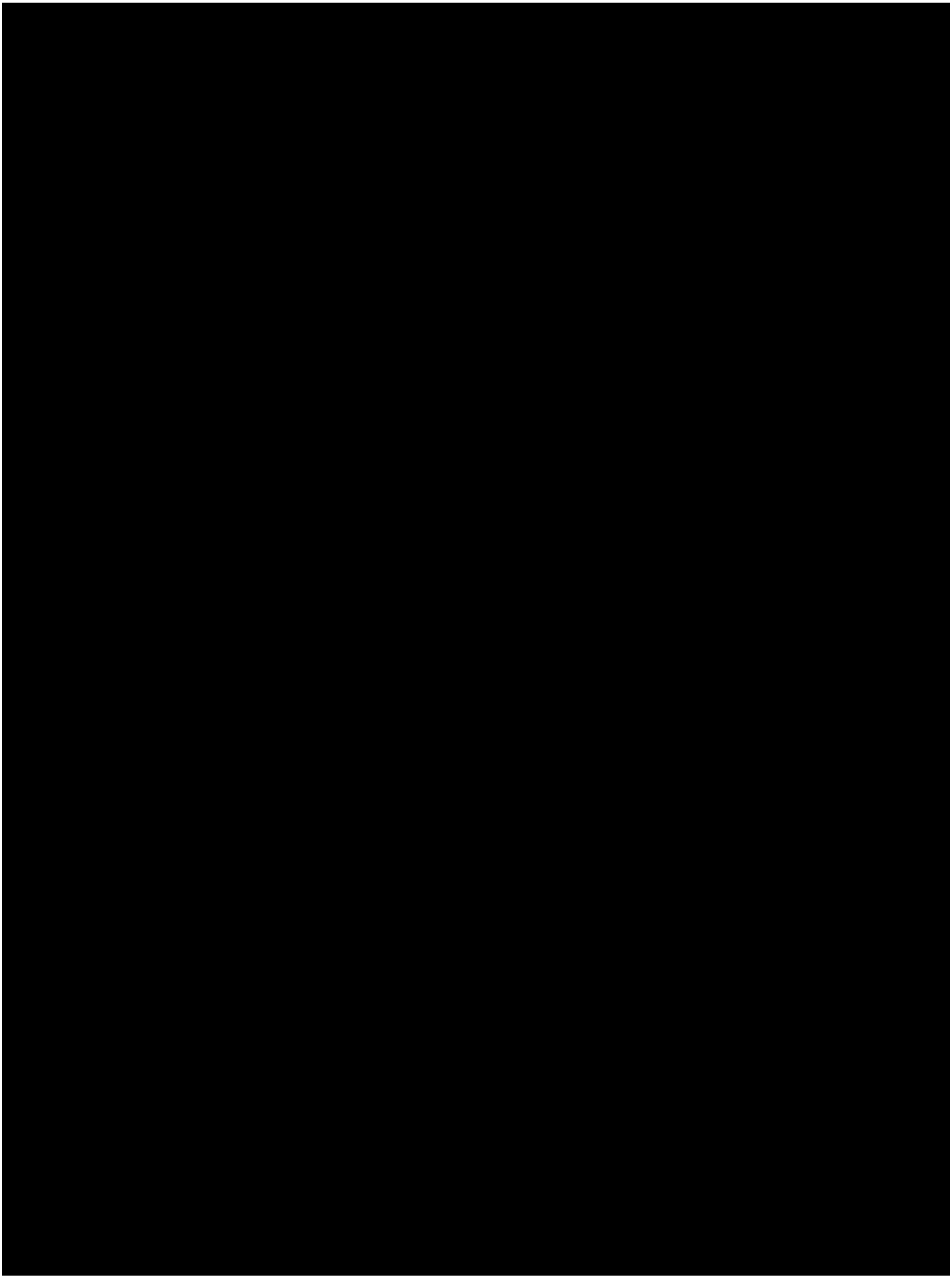


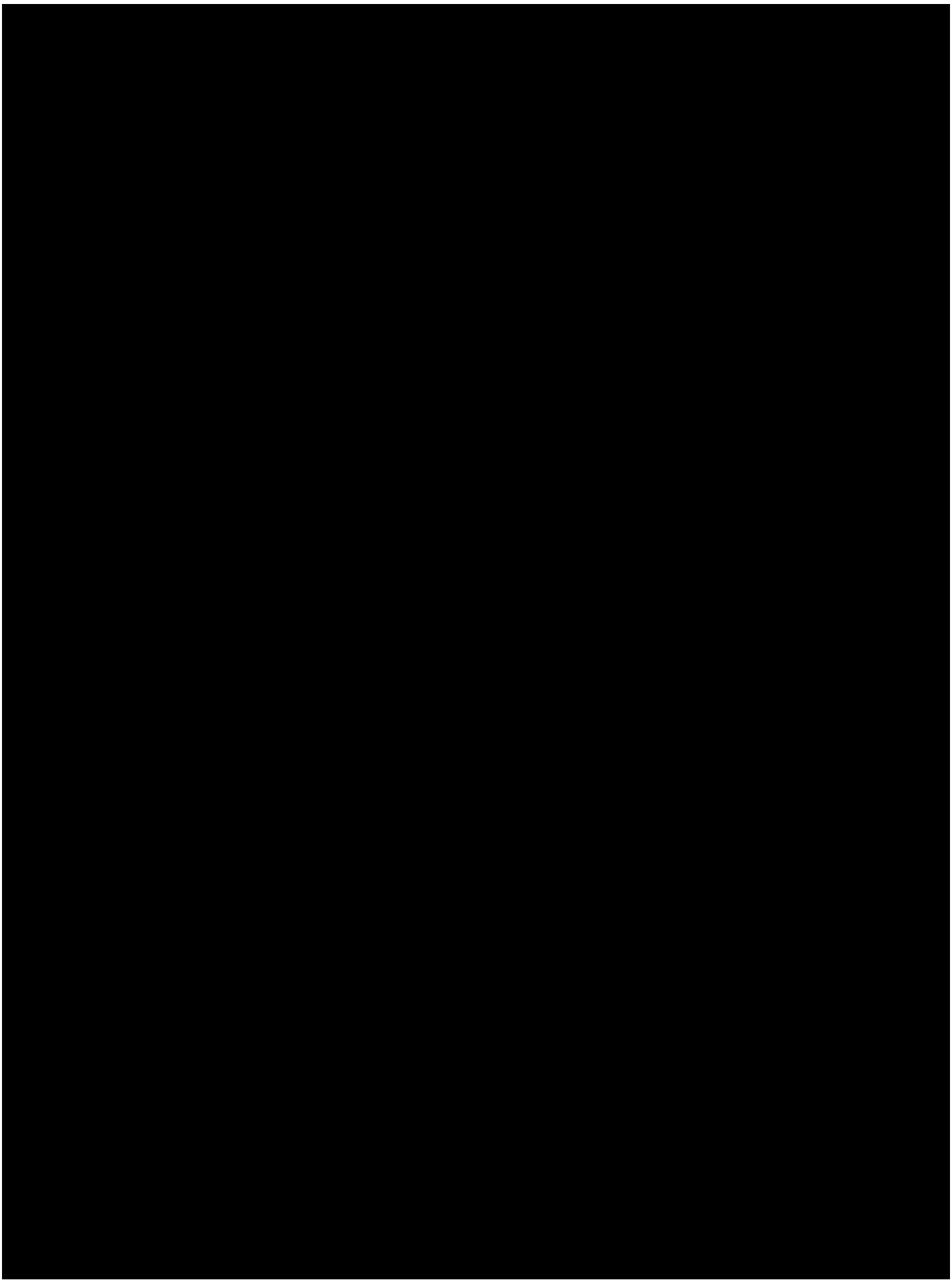


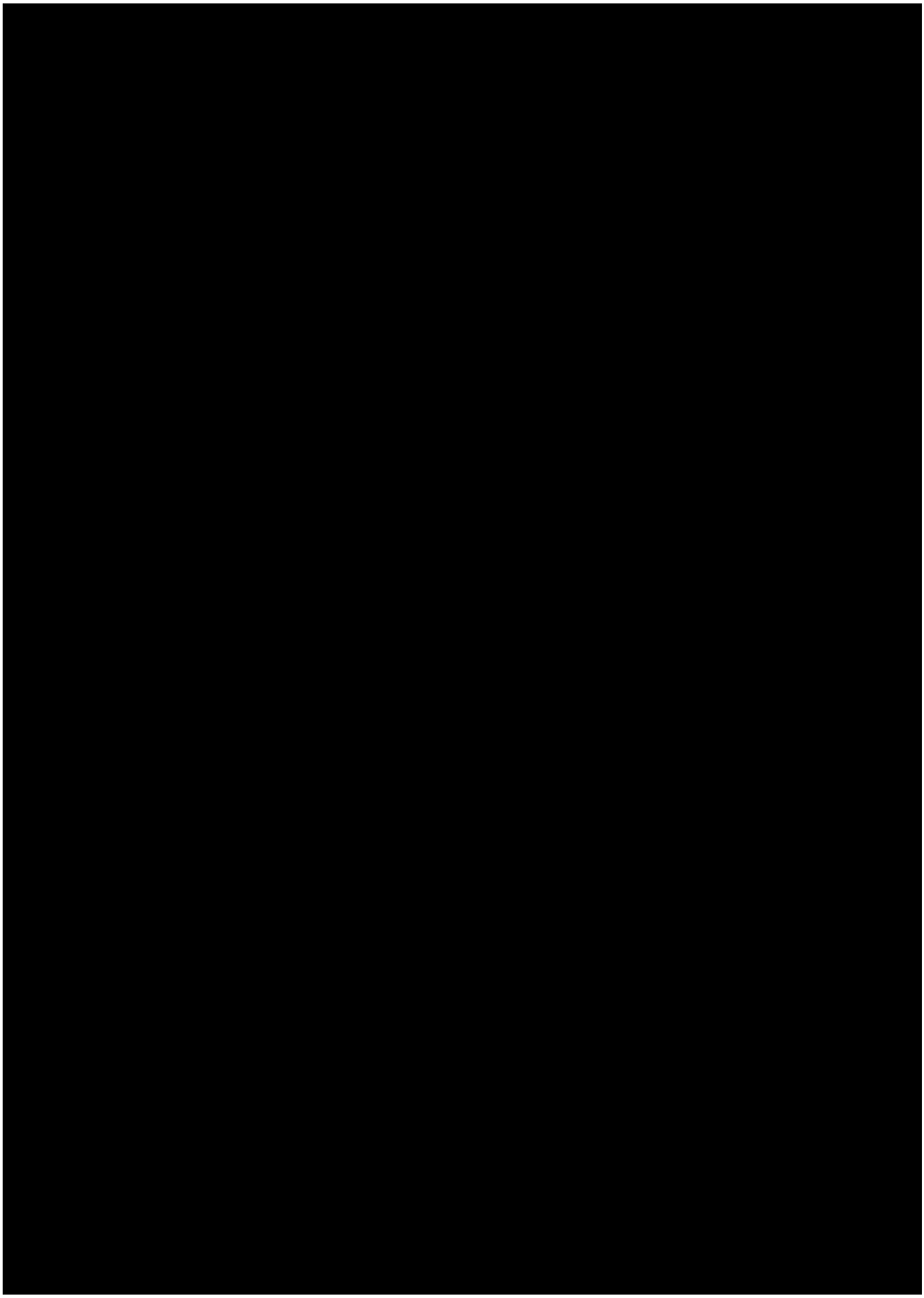


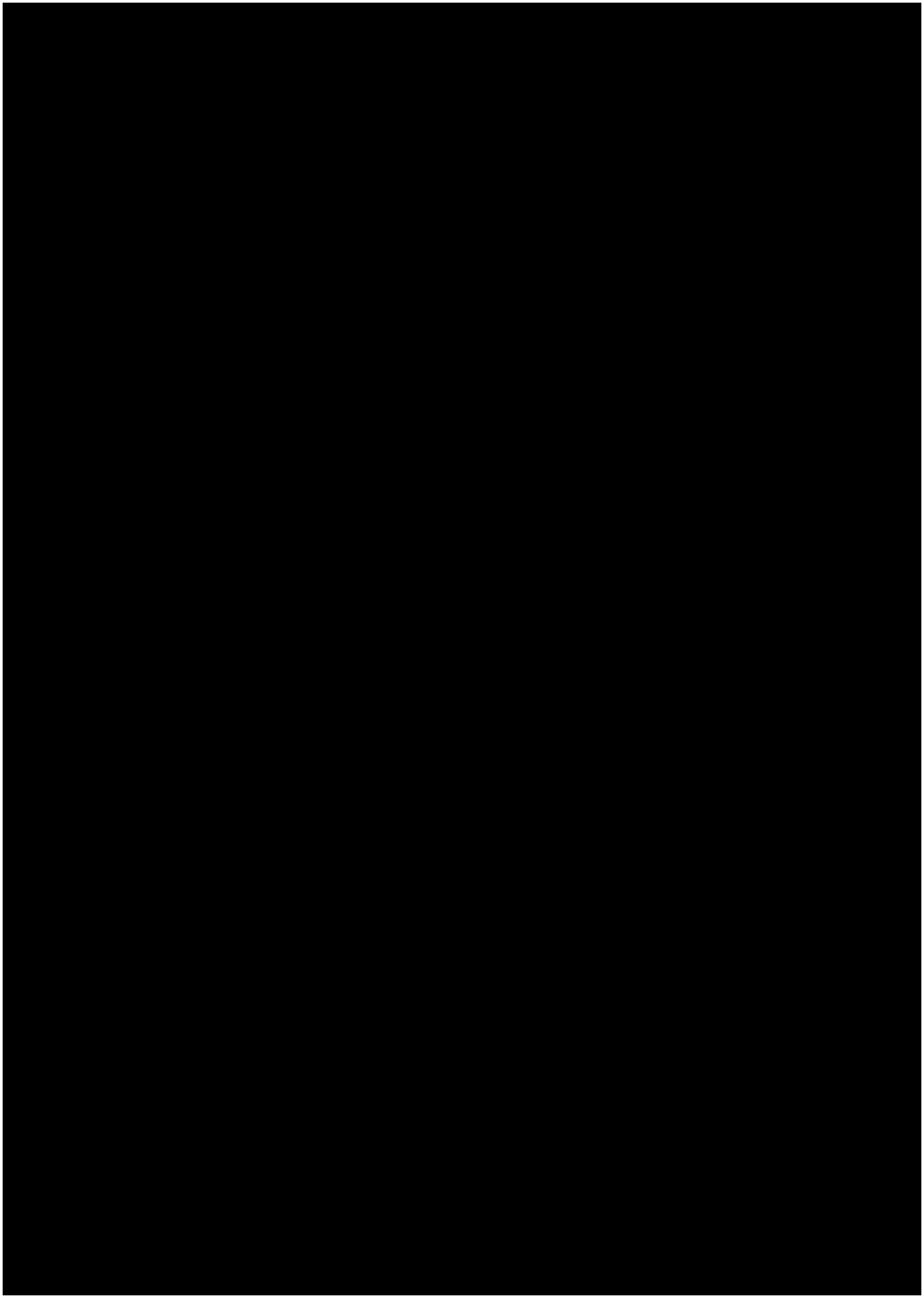












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New York Bight Site Assessment Plan

Attentive Energy LLC

12 E. 49th Street, 11th Floor, New York, NY 10017

Lease Area OCS-A 0538

Prepared by: Tetra Tech, Inc.

January 20, 2023 (Revised: October 30, 2023)

attentive energy

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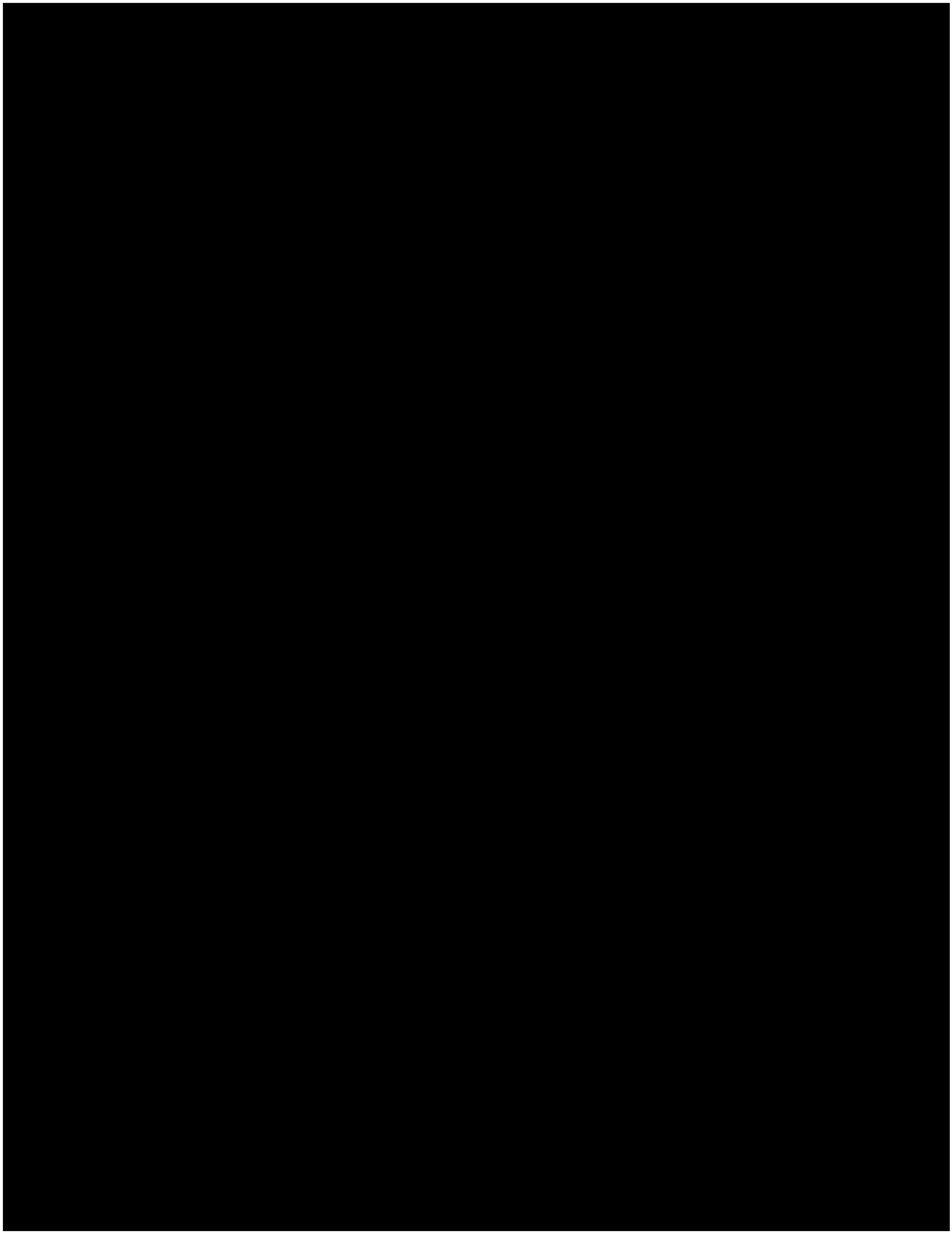

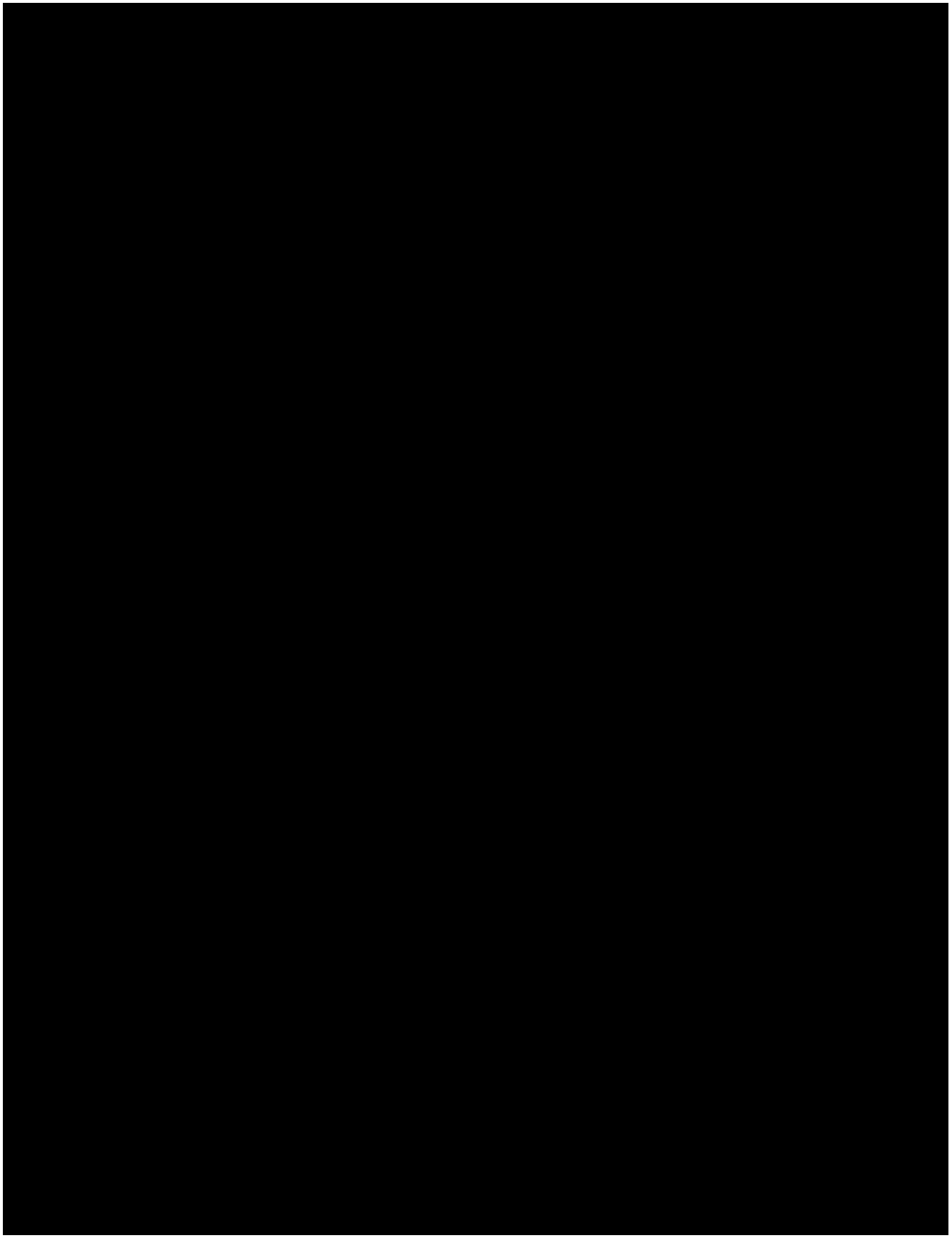

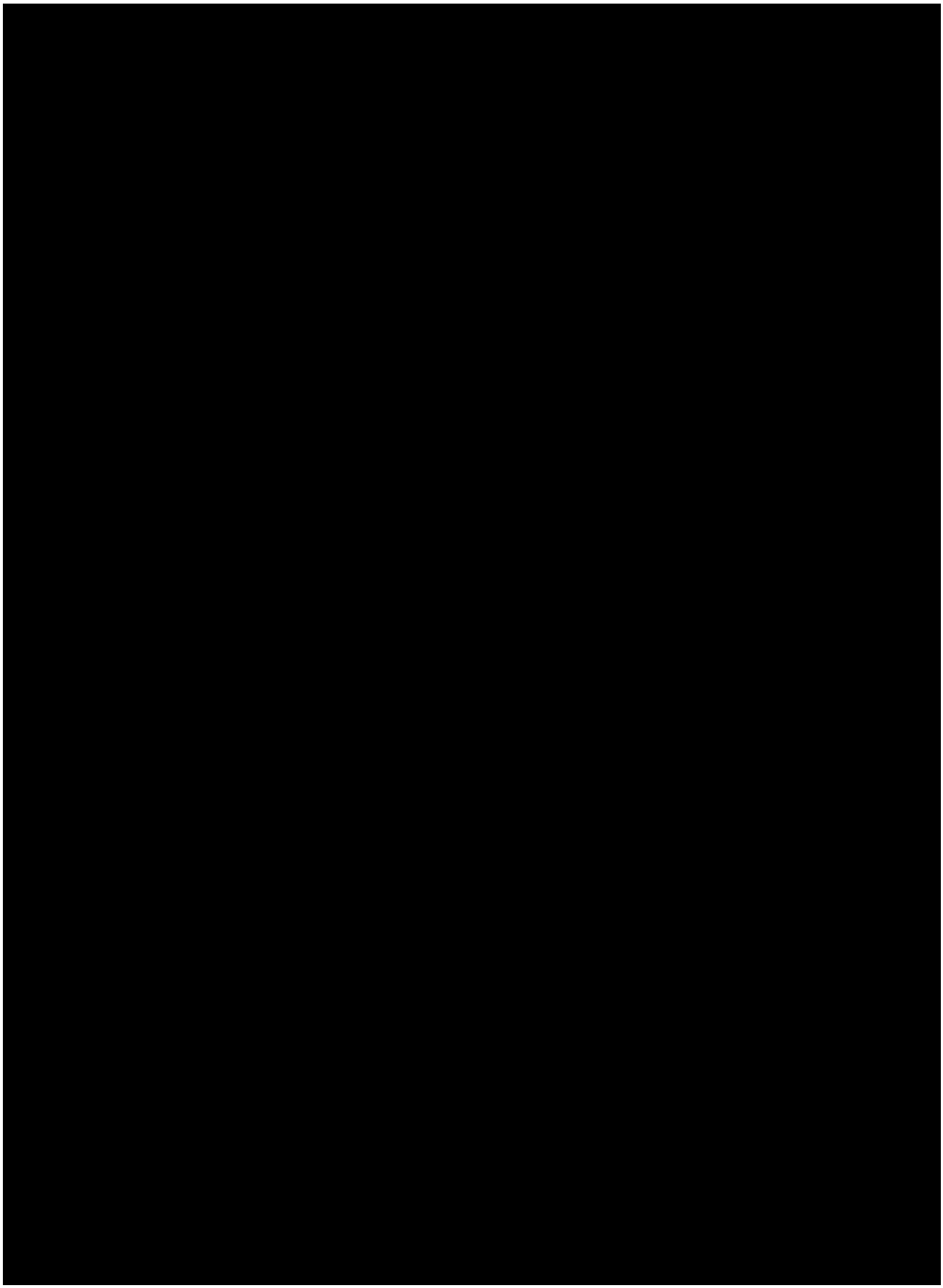

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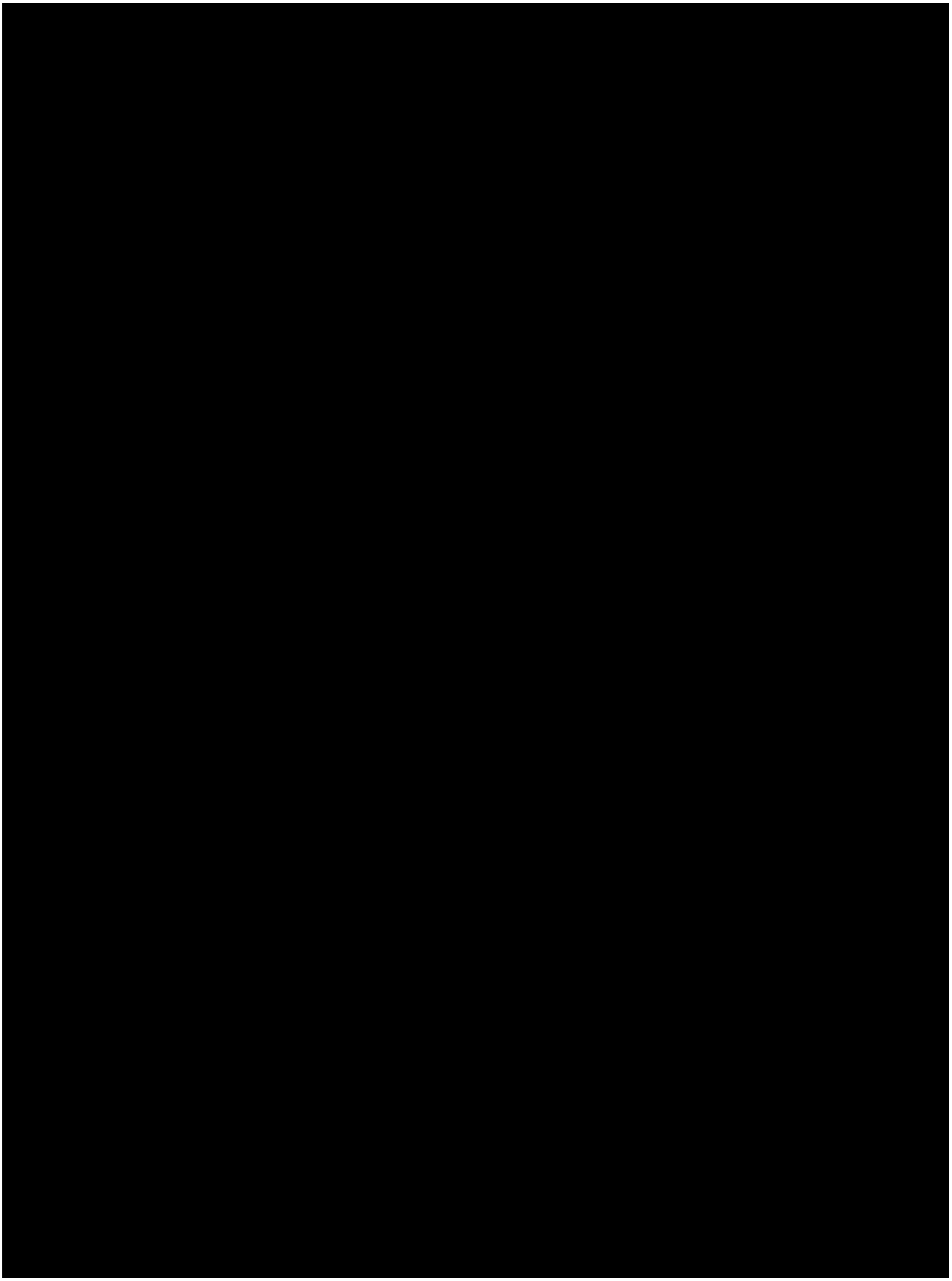

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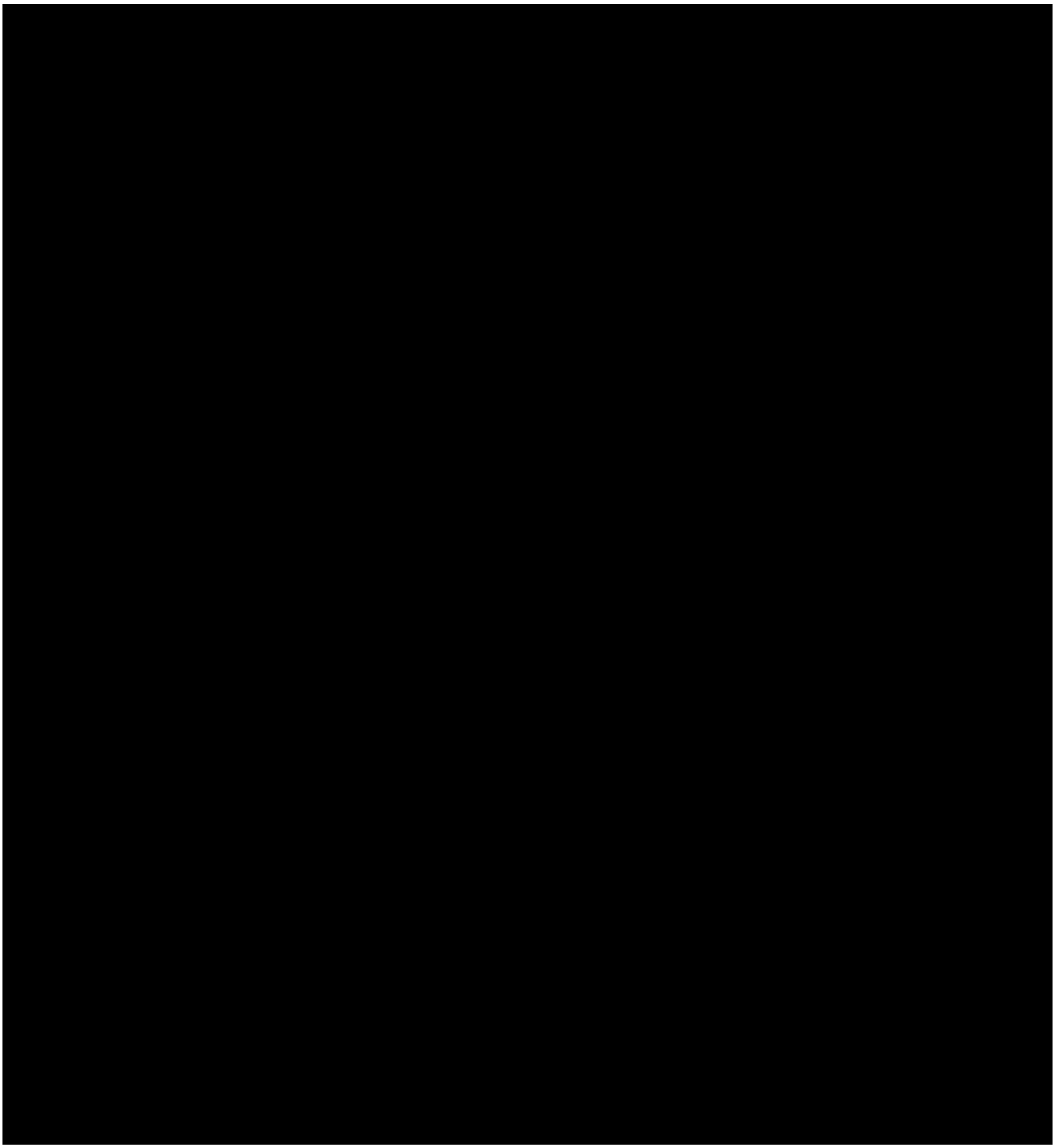

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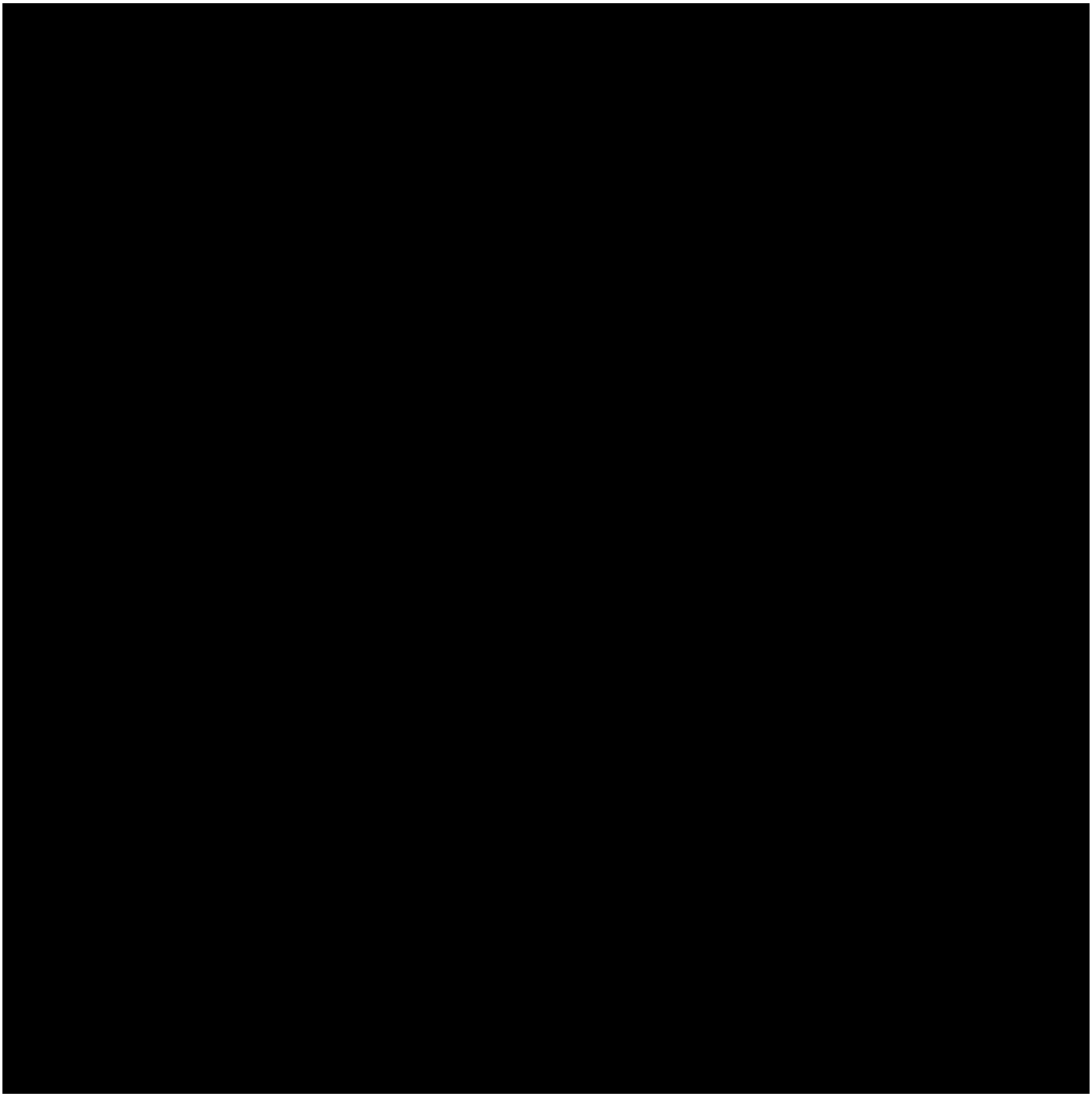

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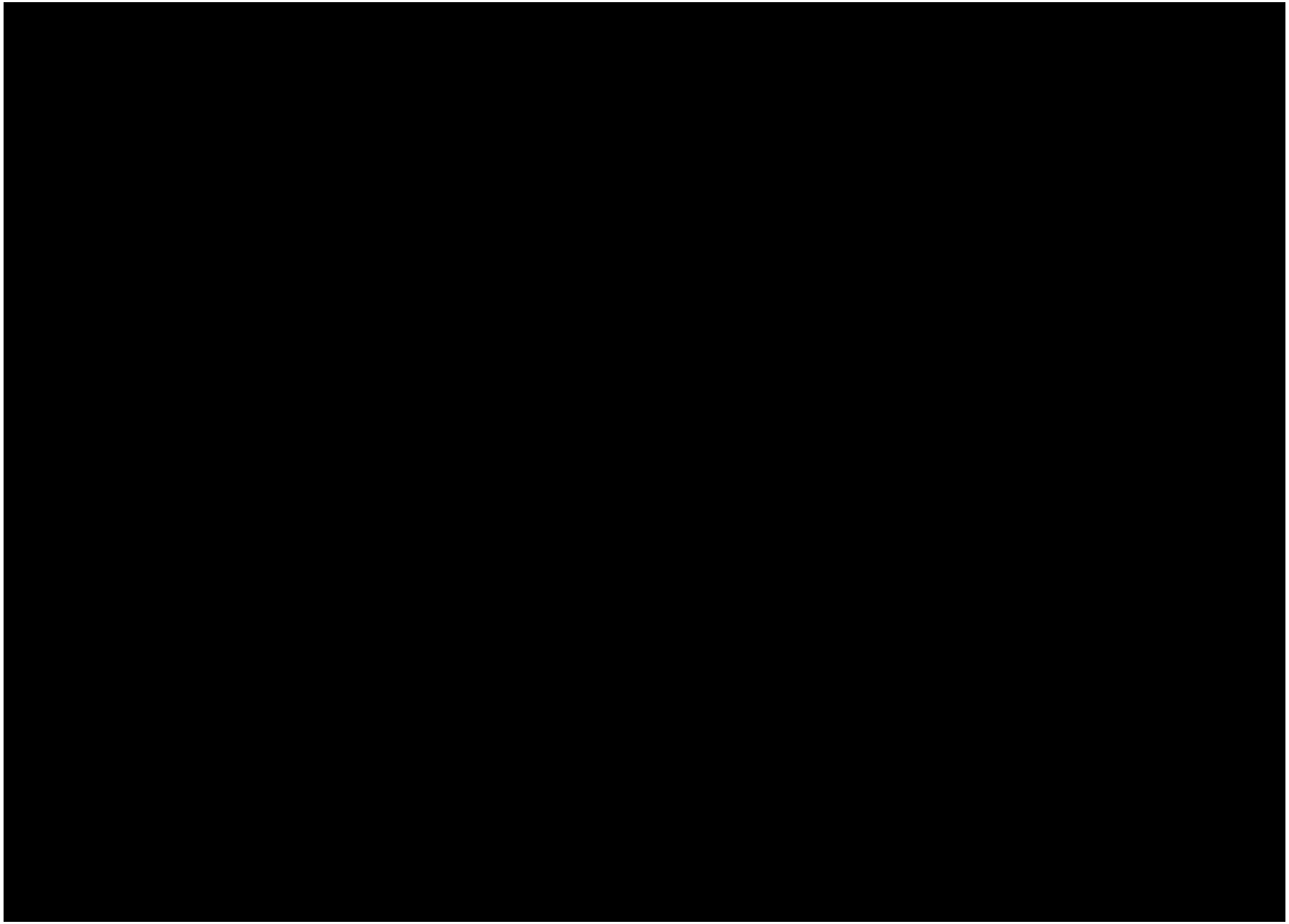

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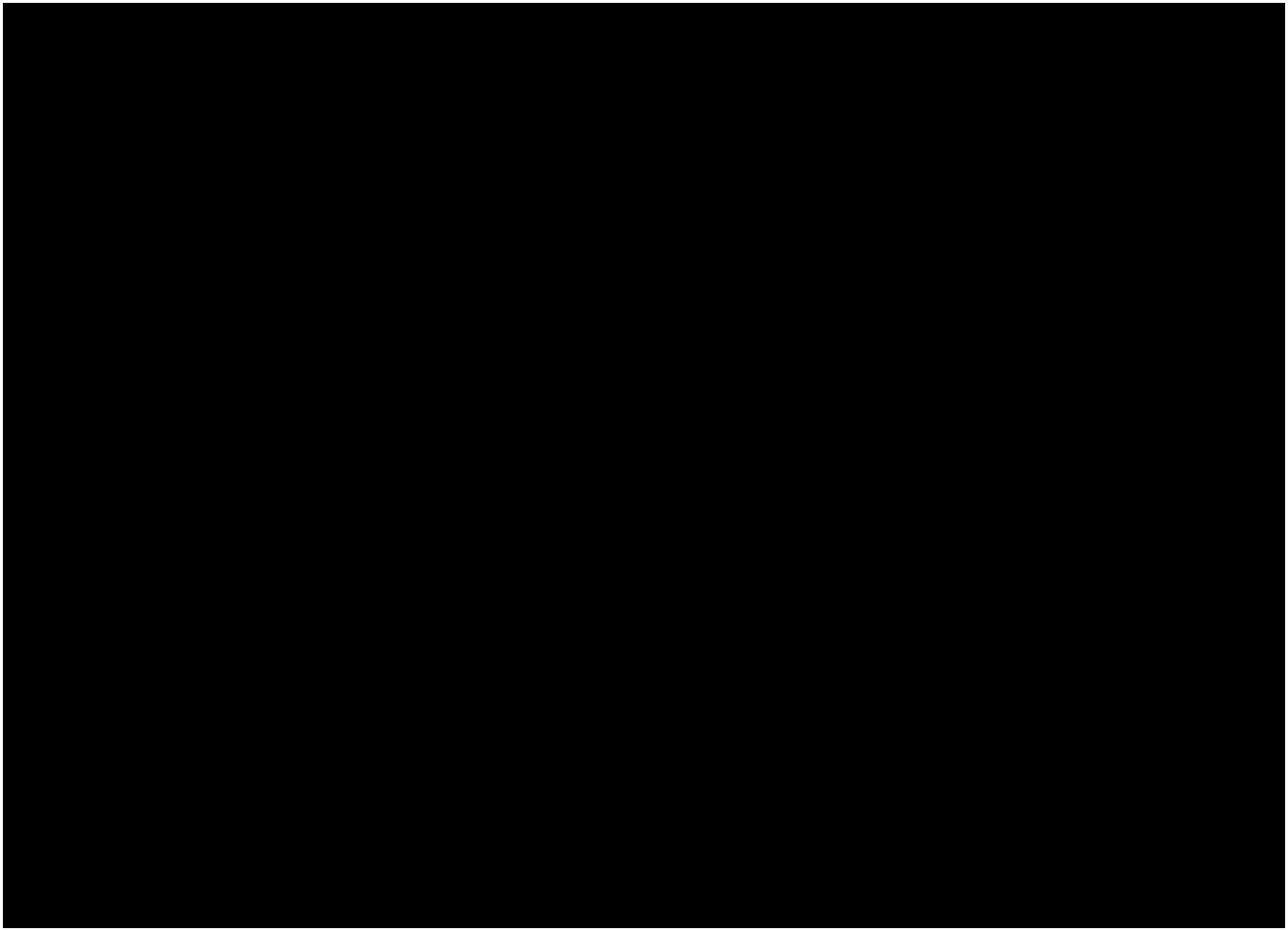

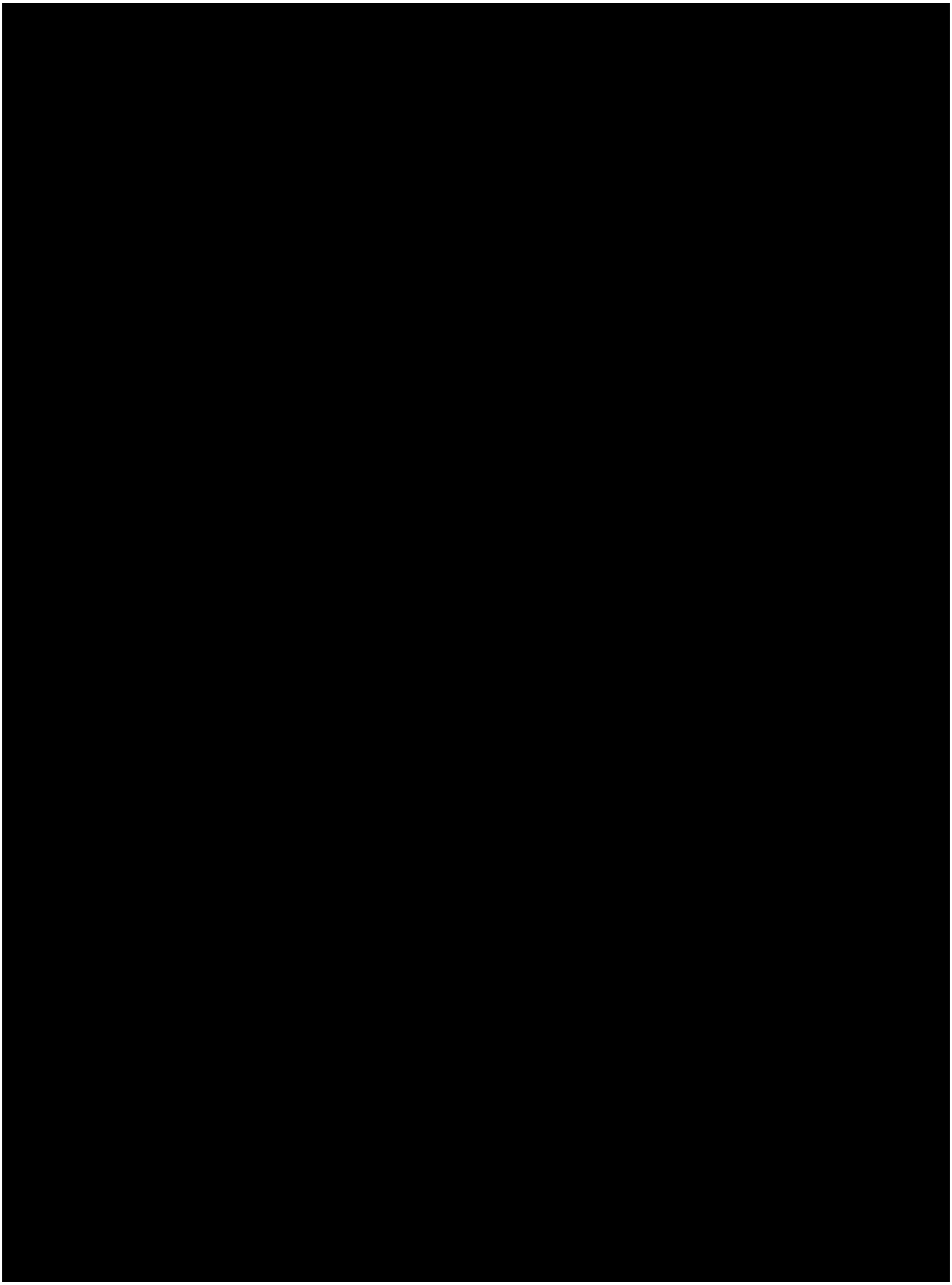

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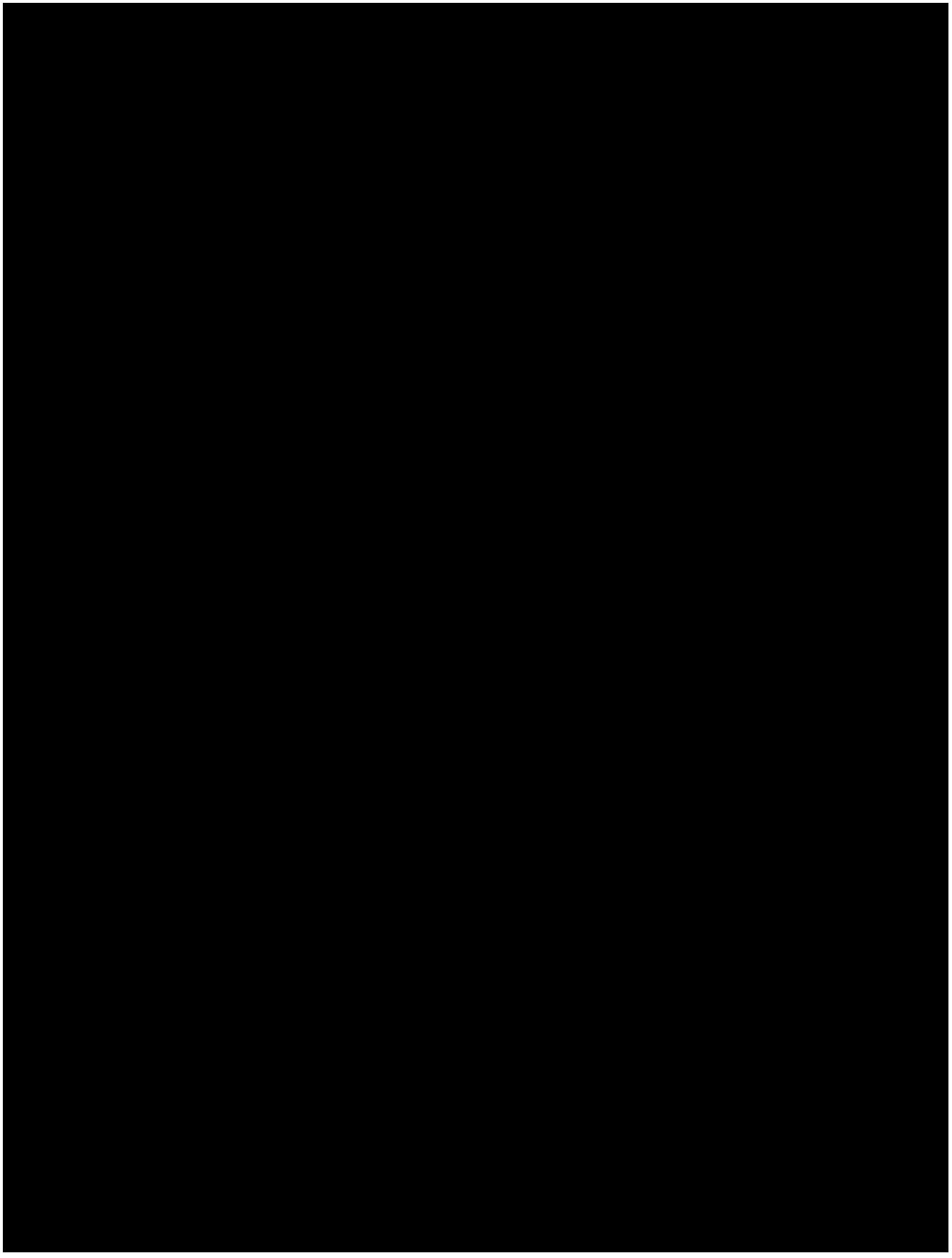

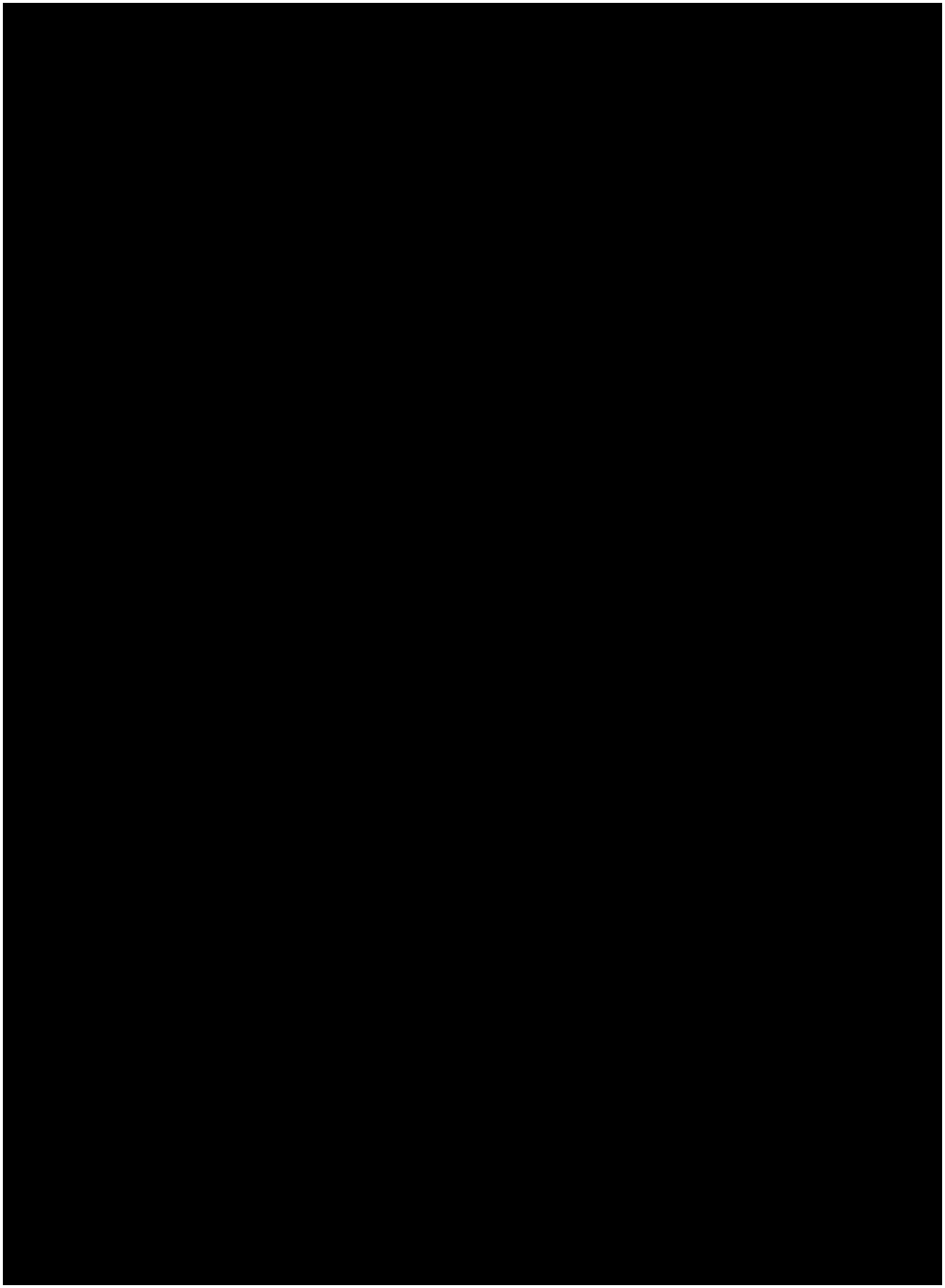

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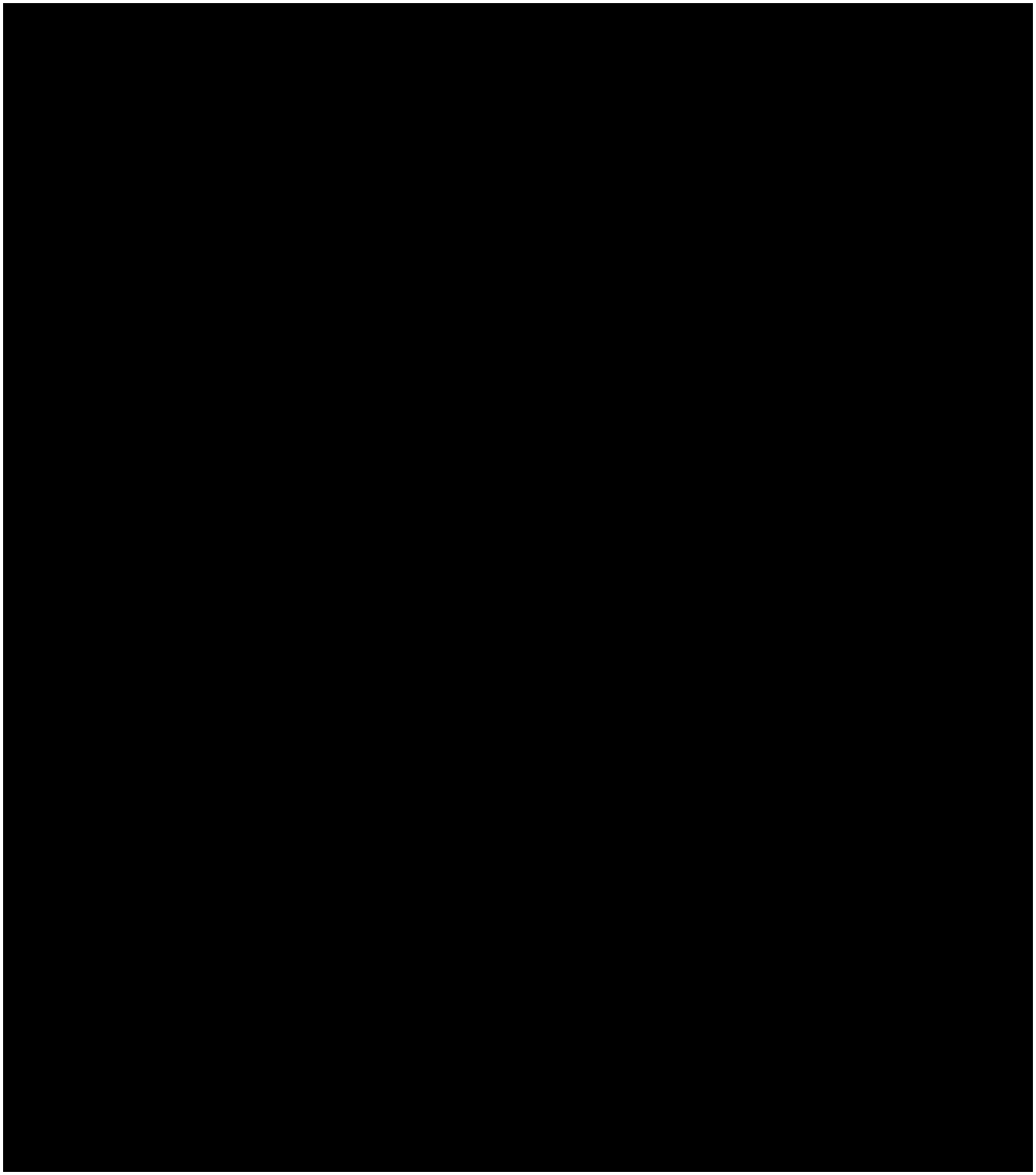

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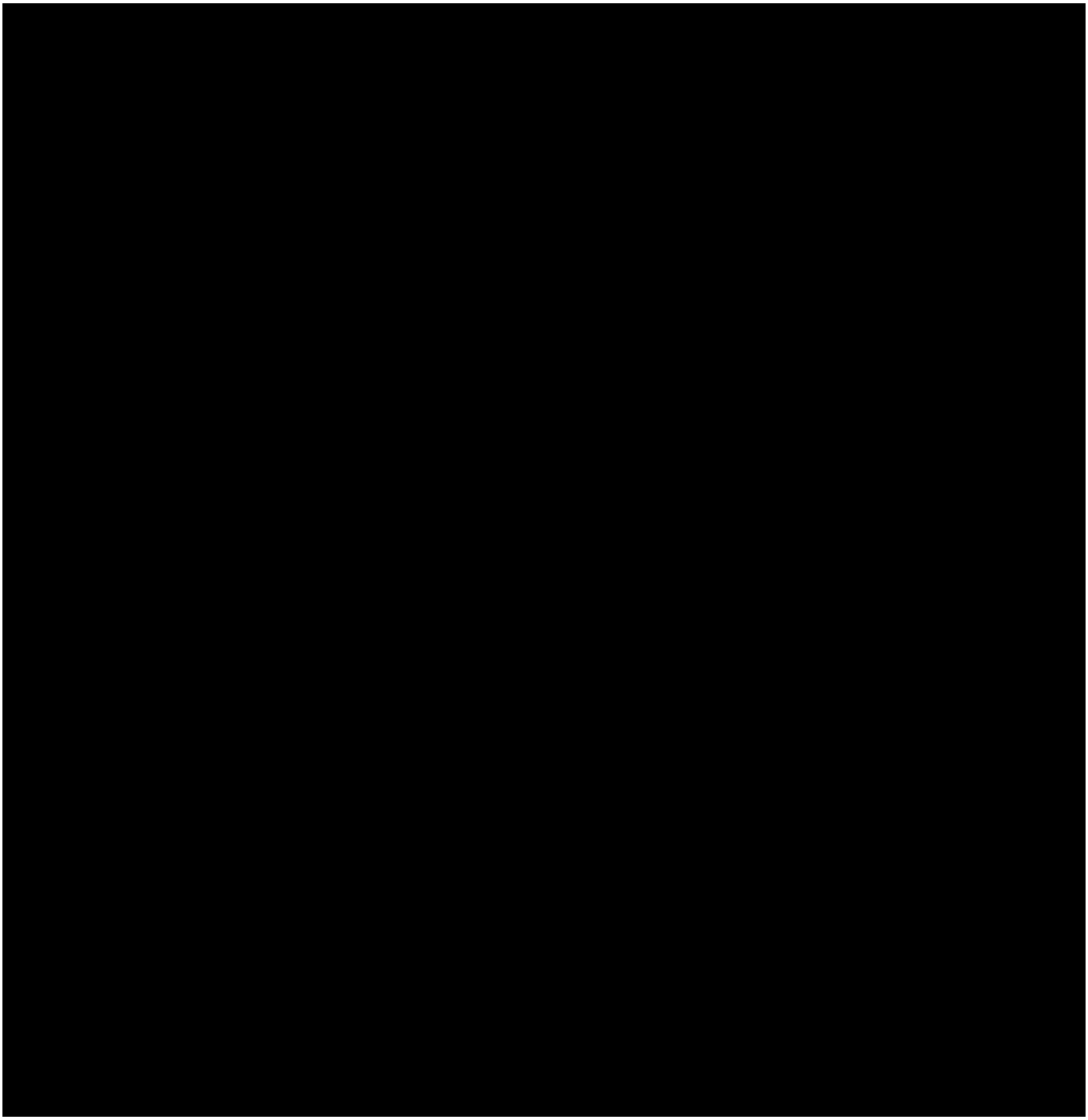

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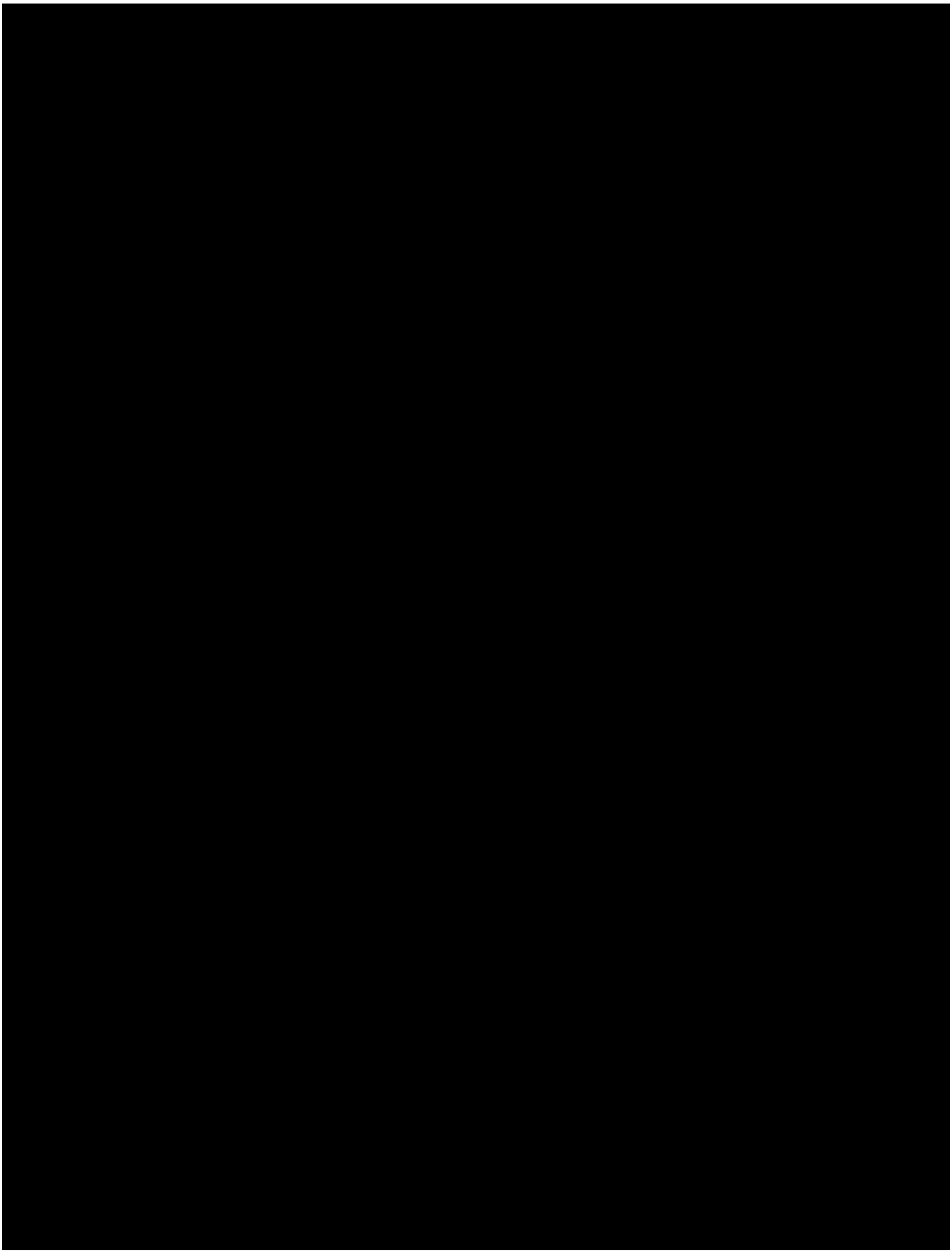

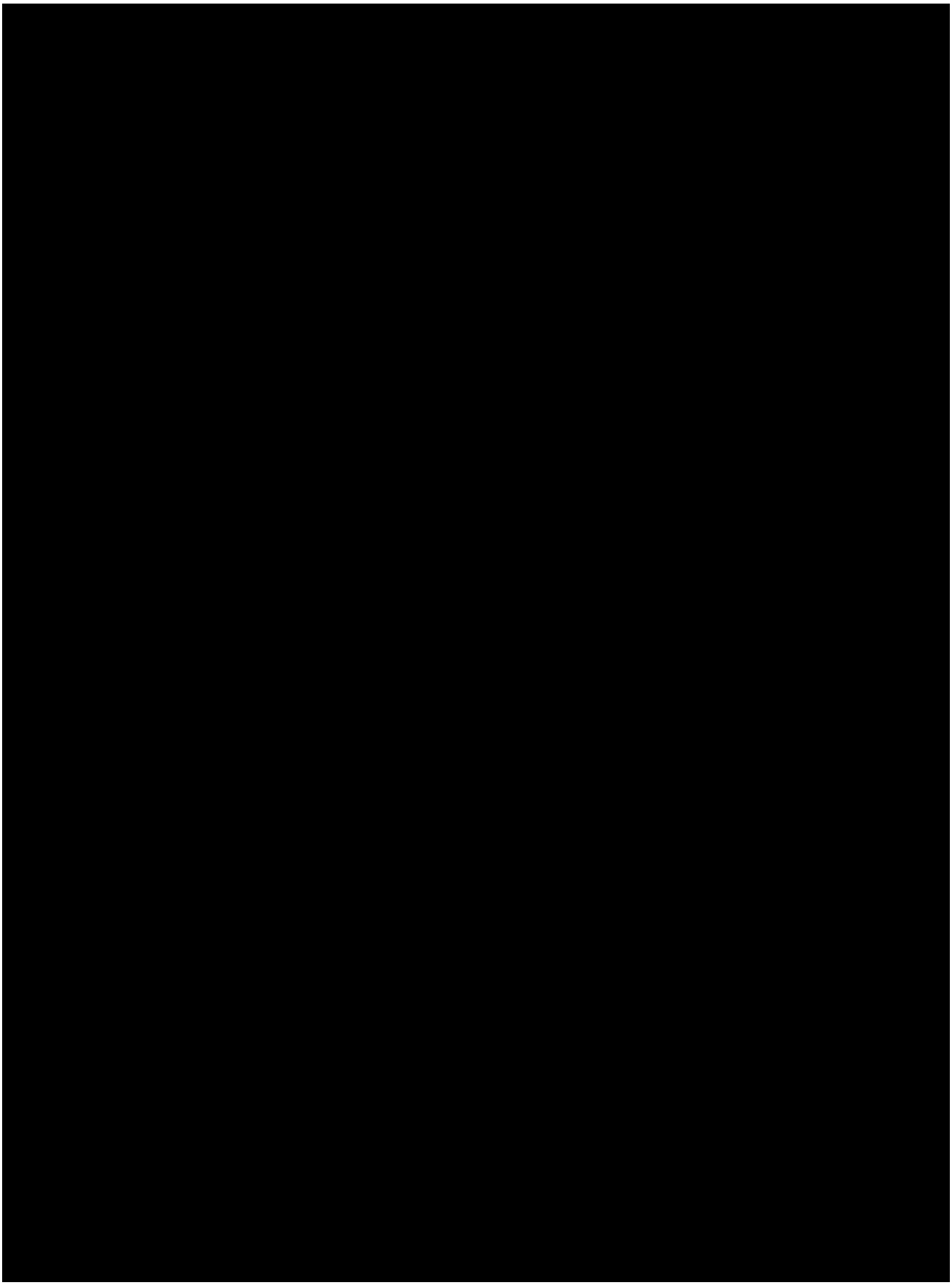

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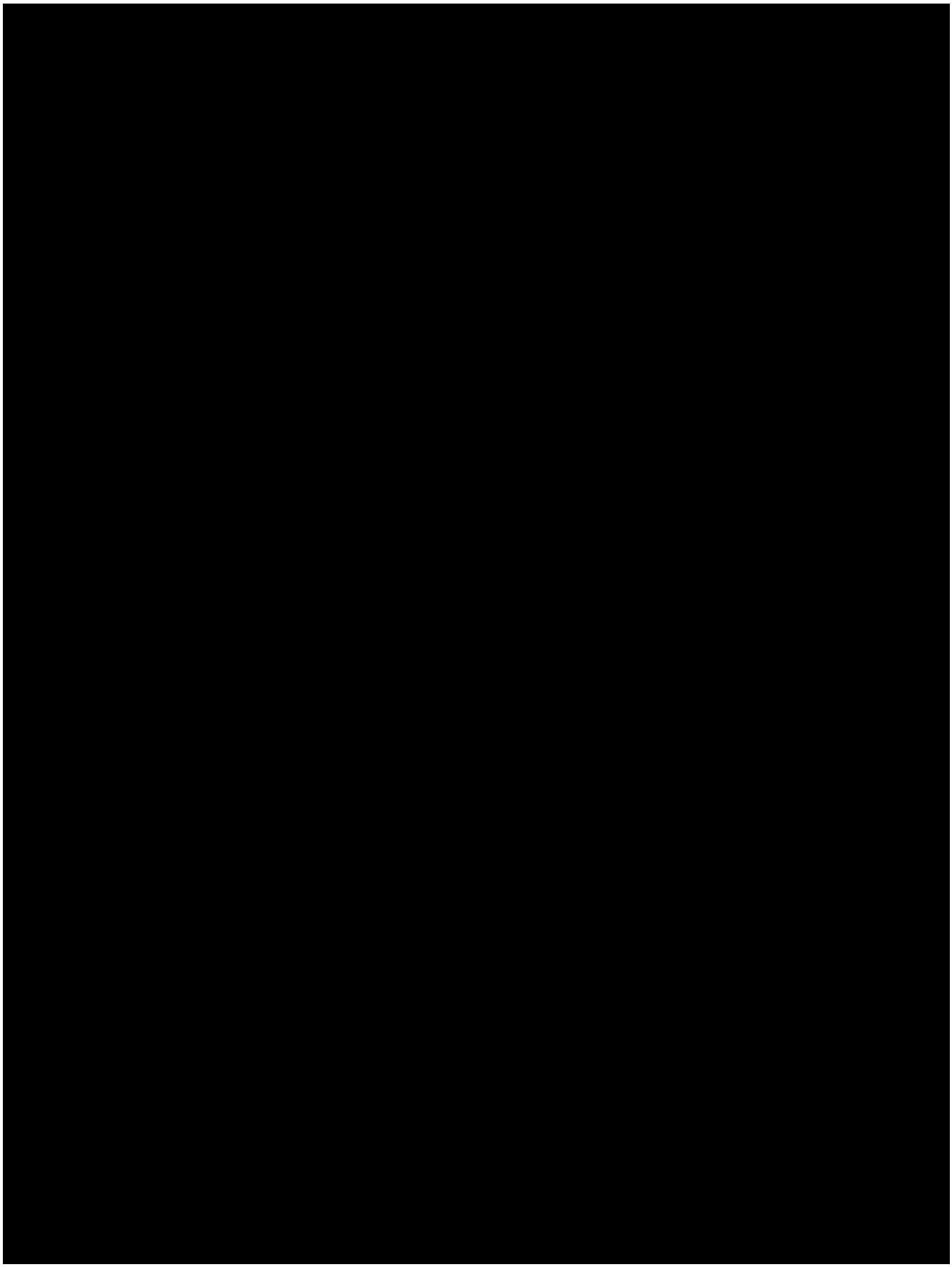

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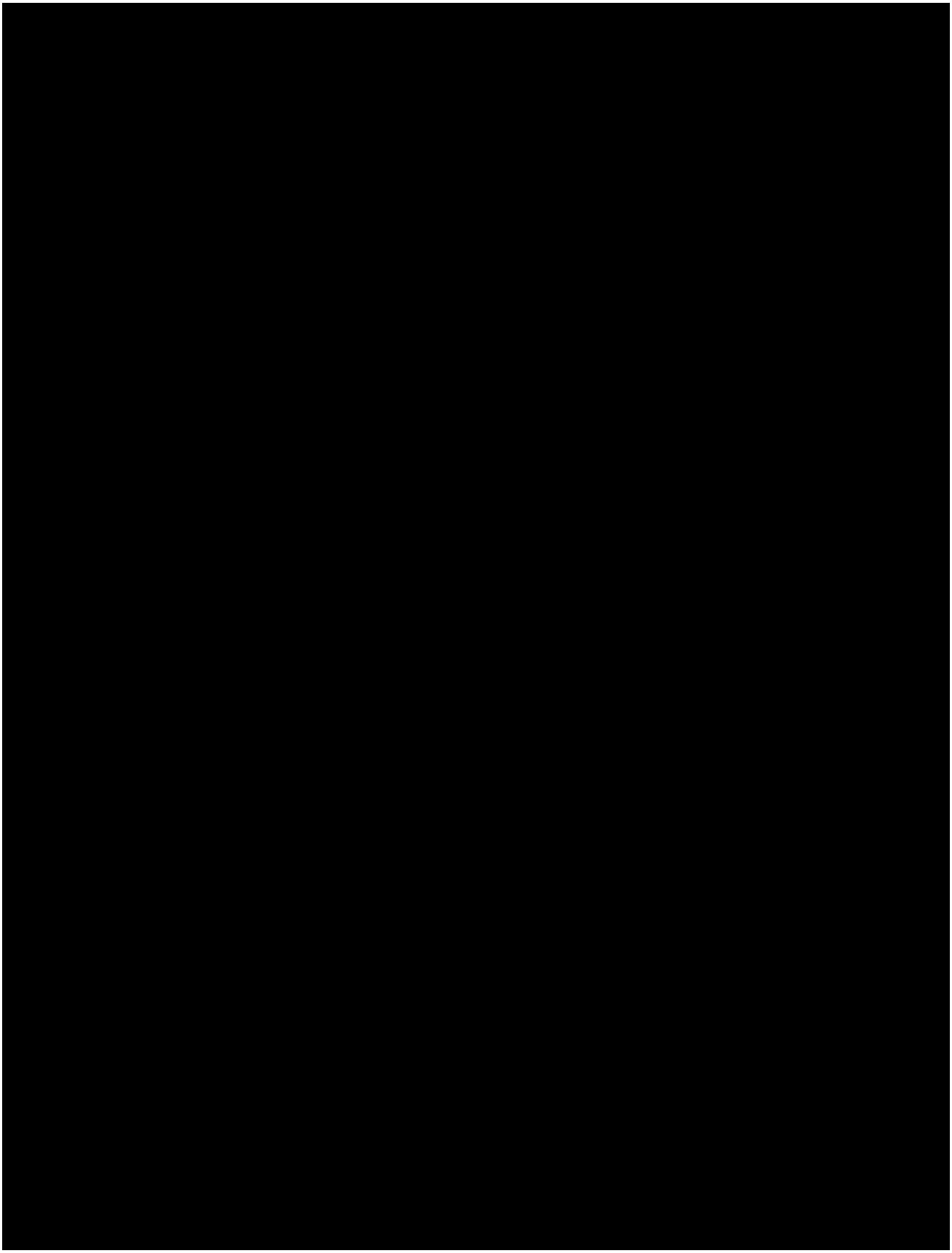

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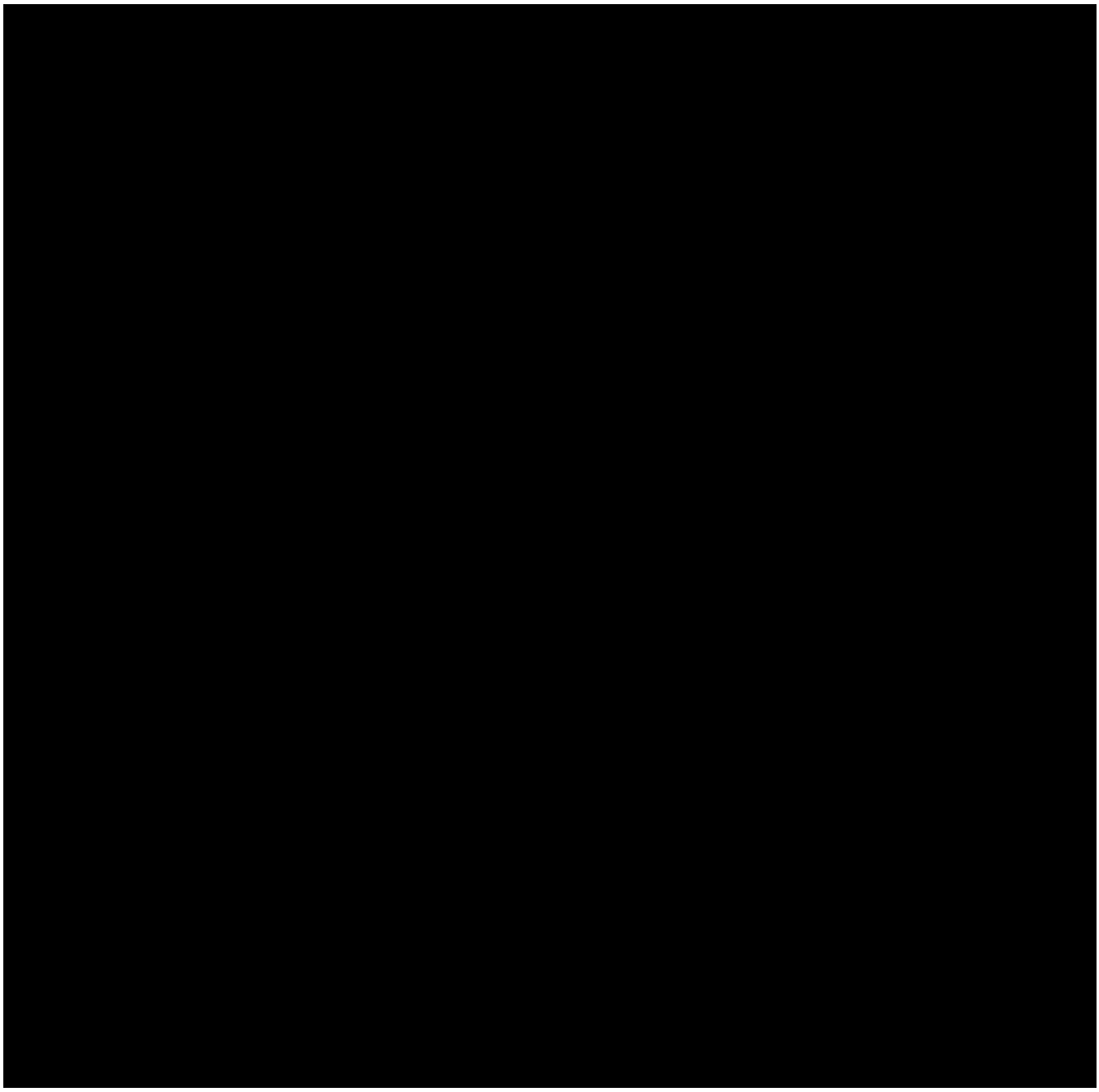

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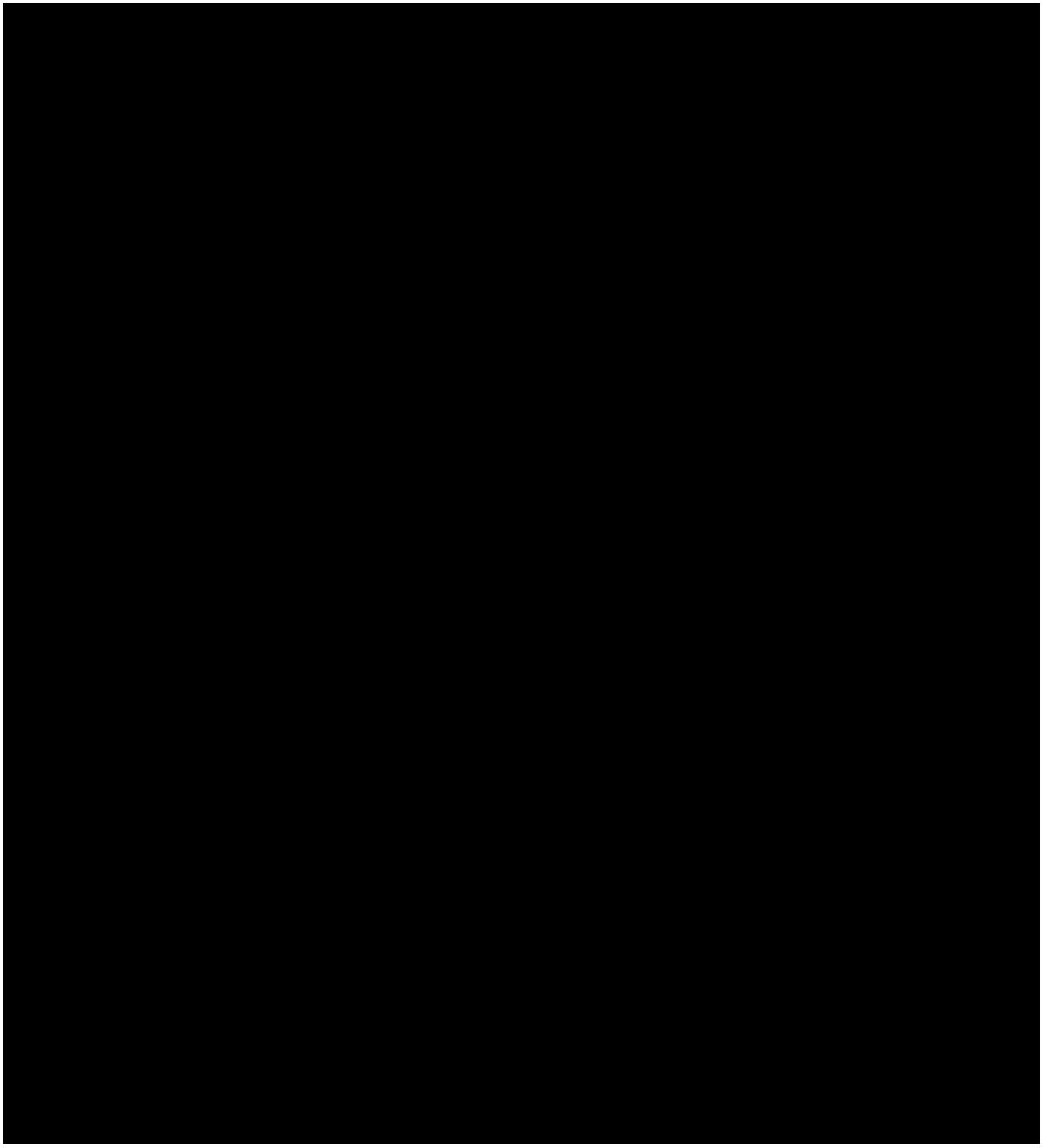

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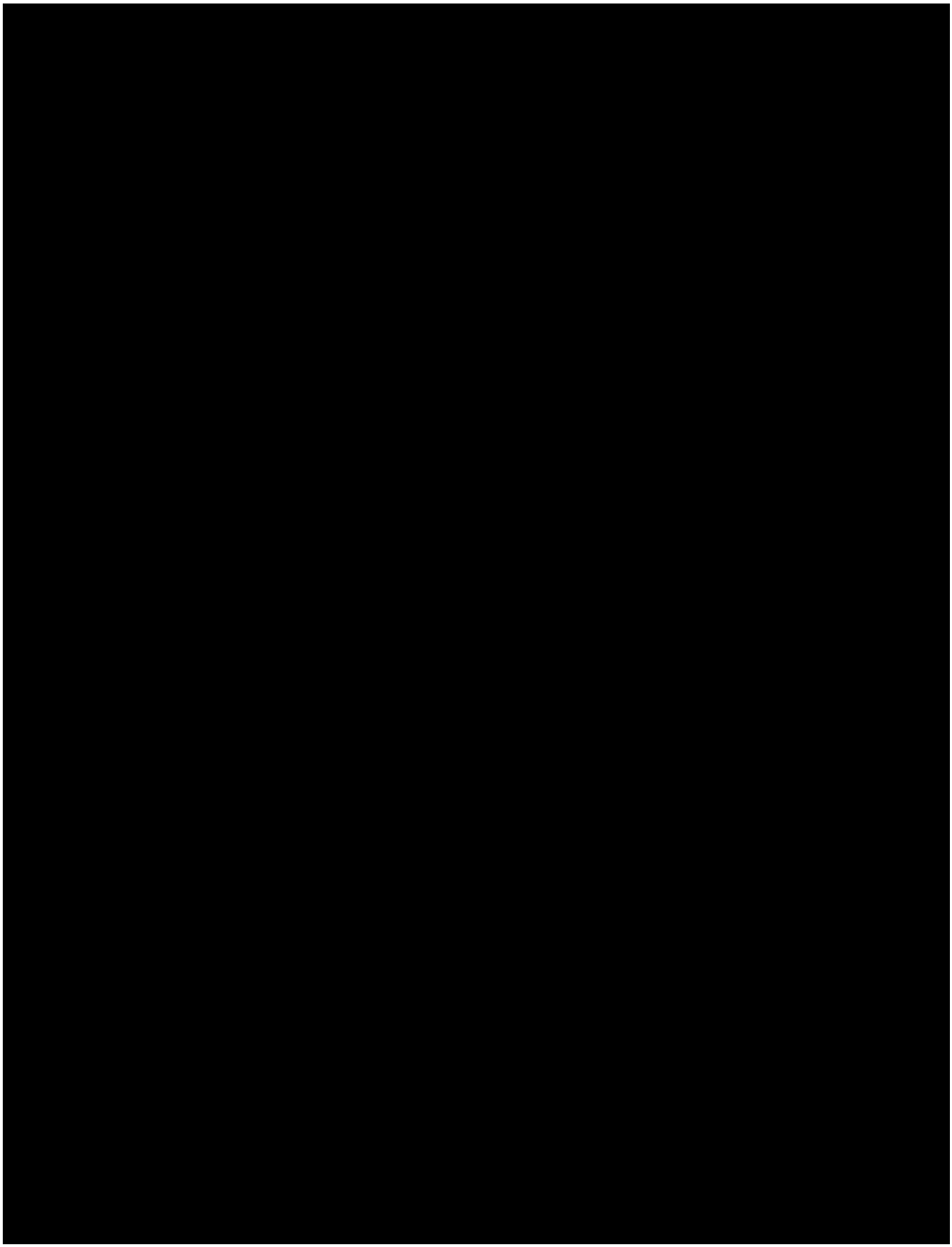

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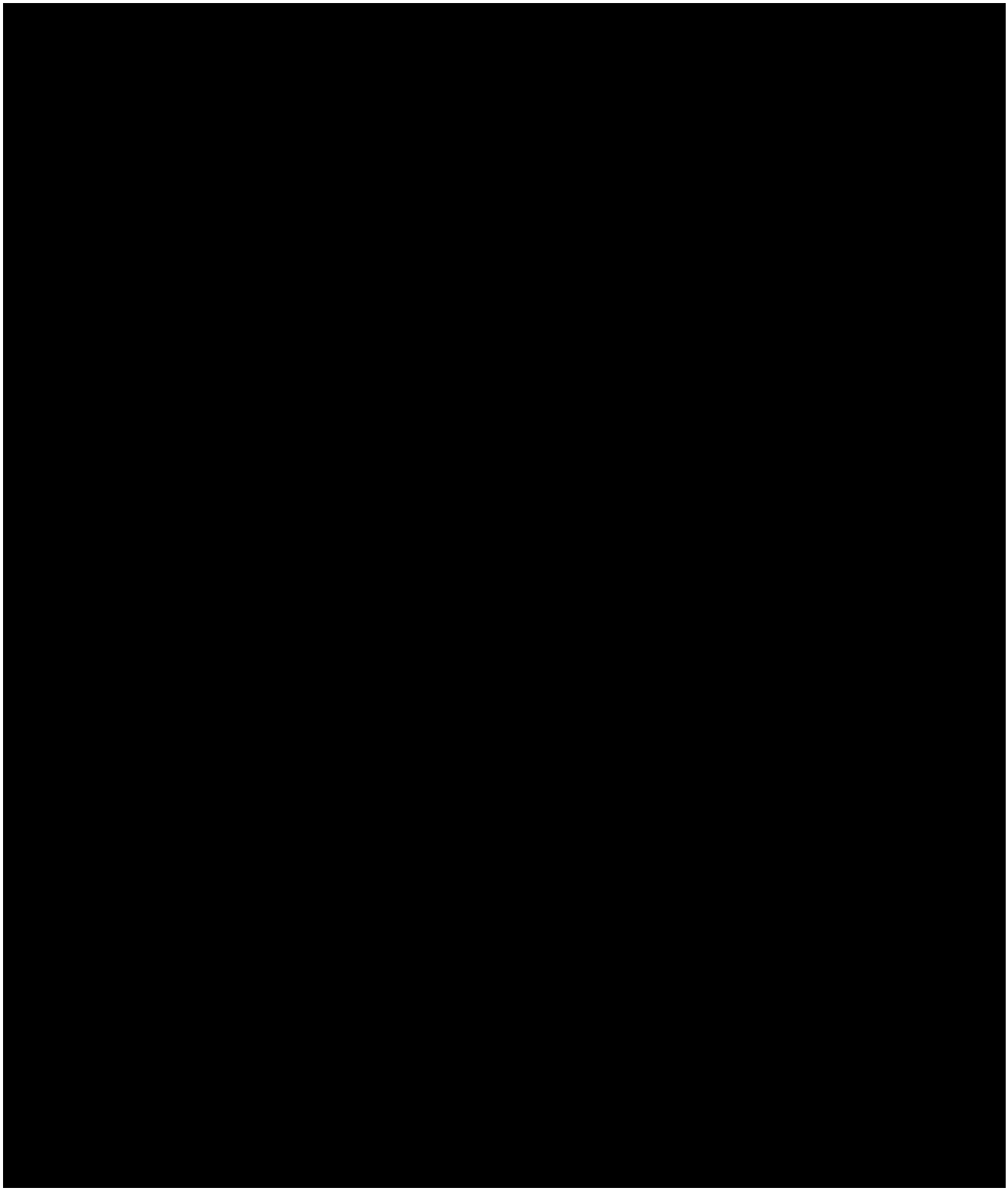

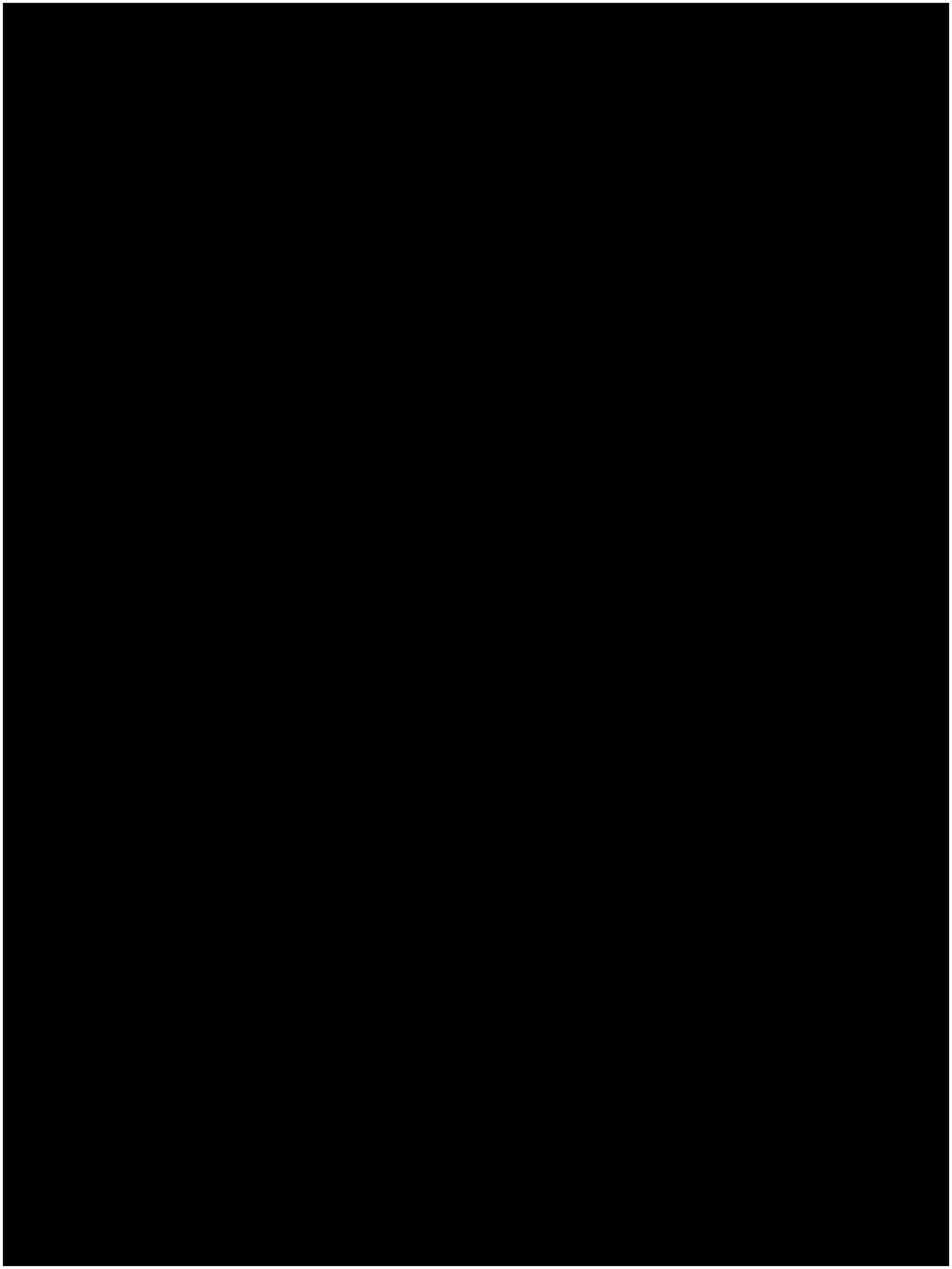

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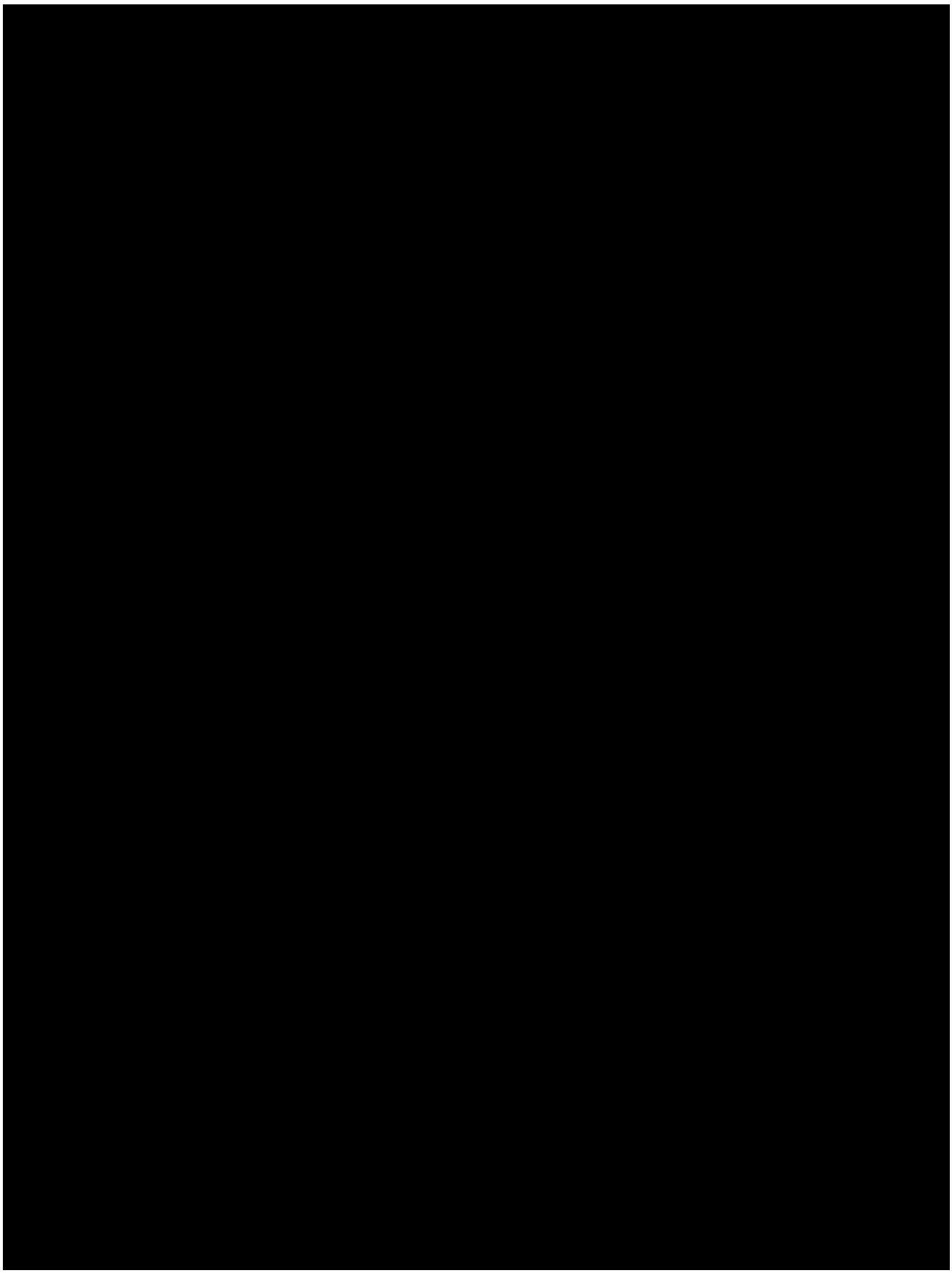

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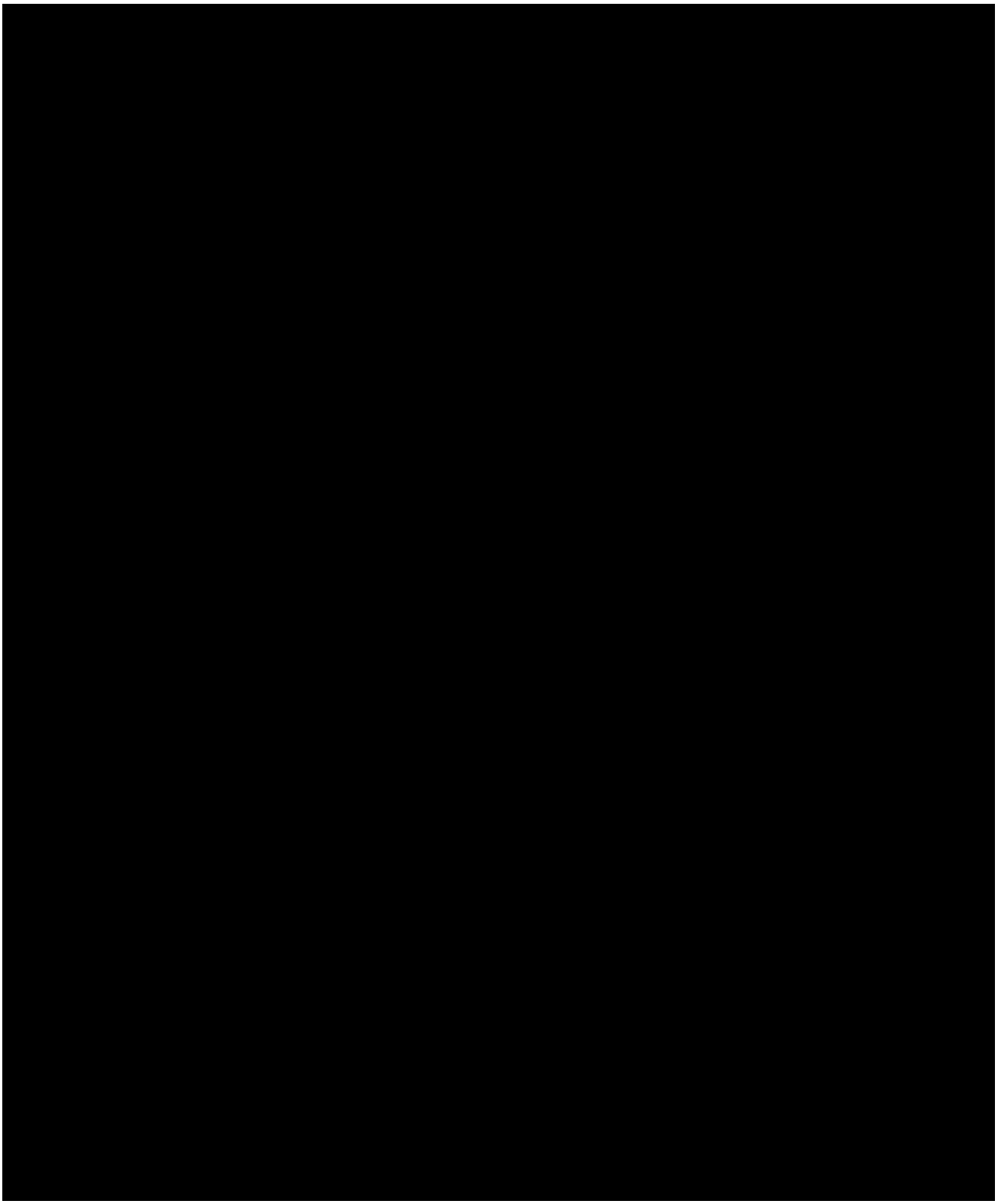

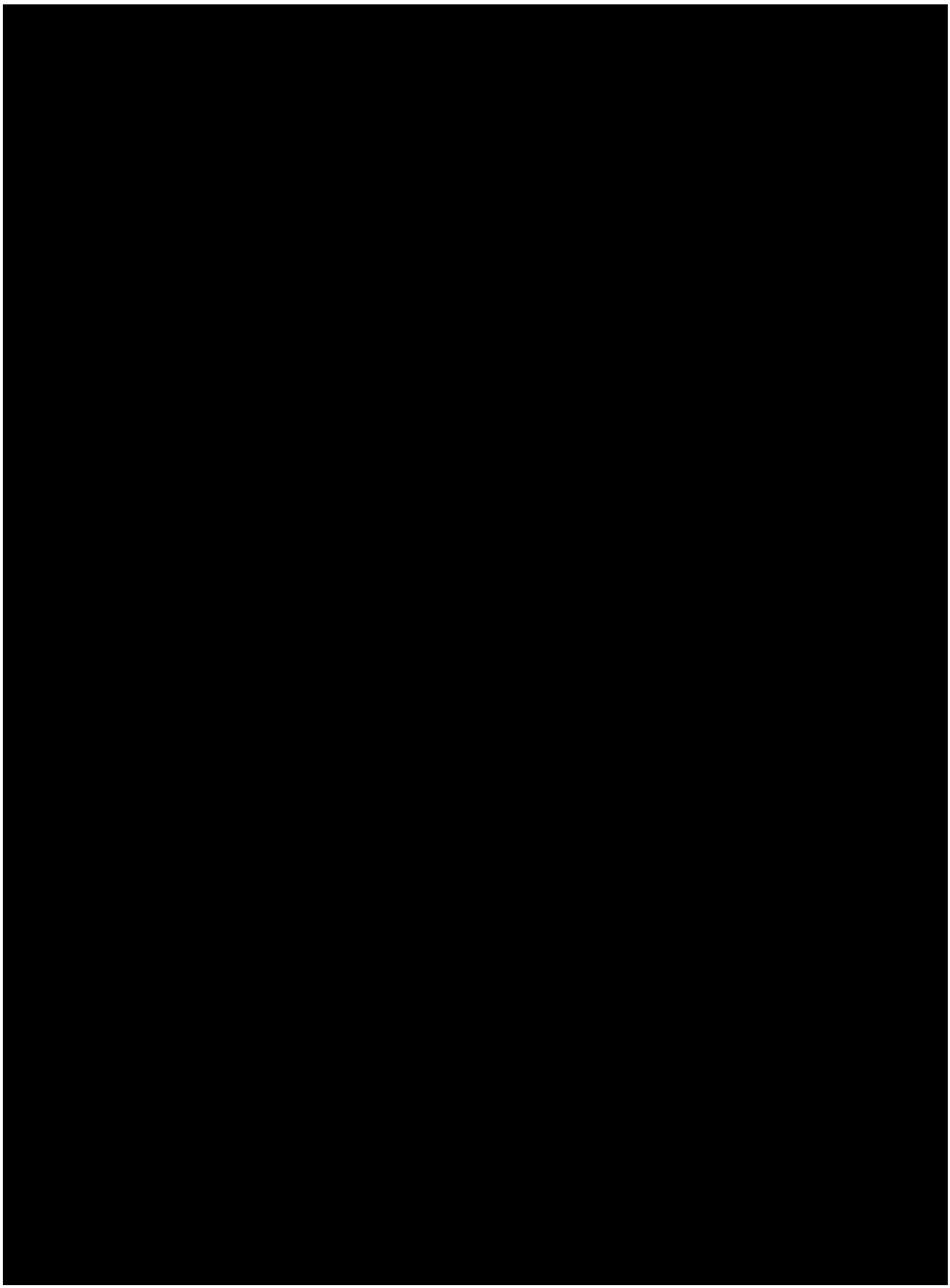

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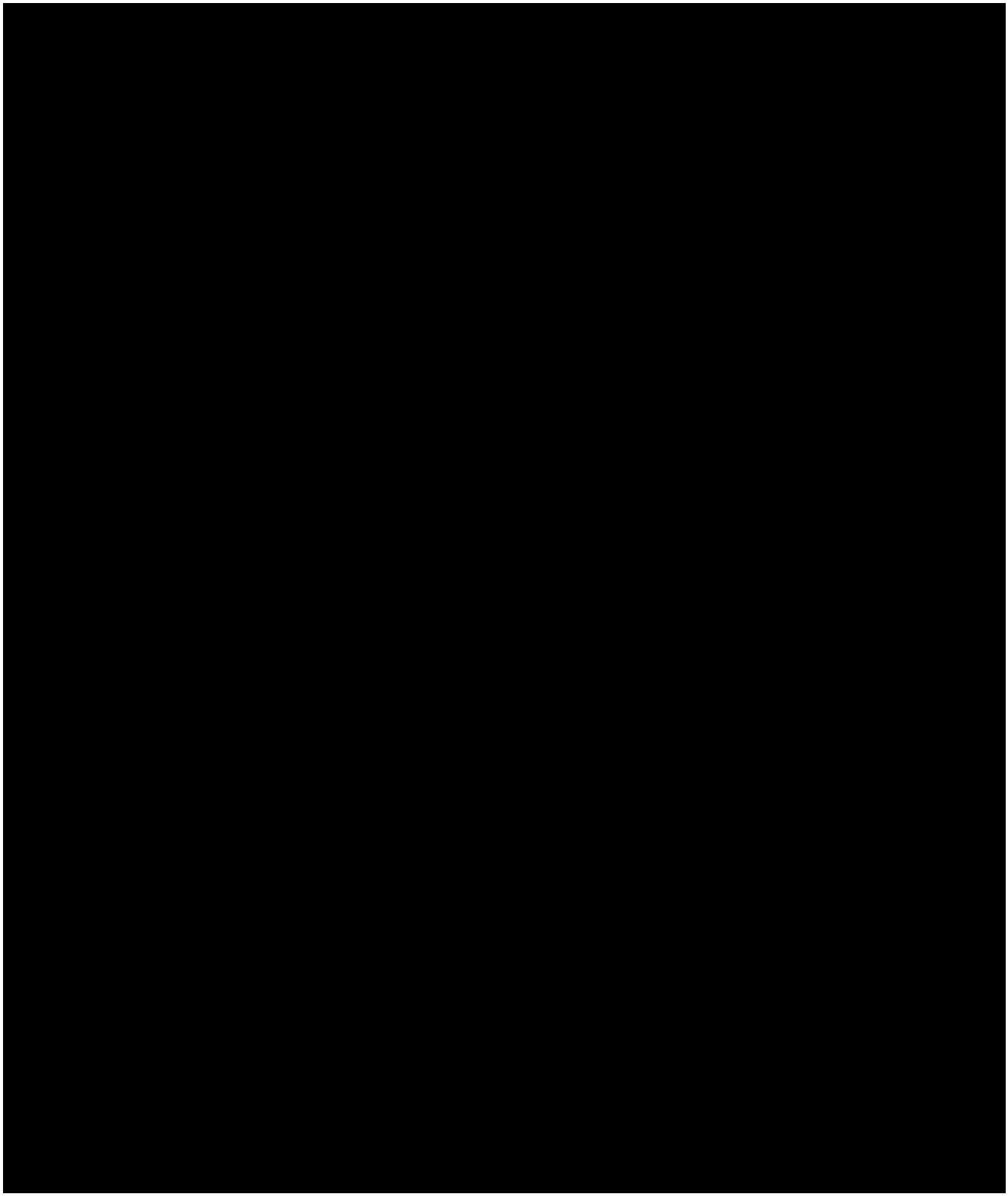

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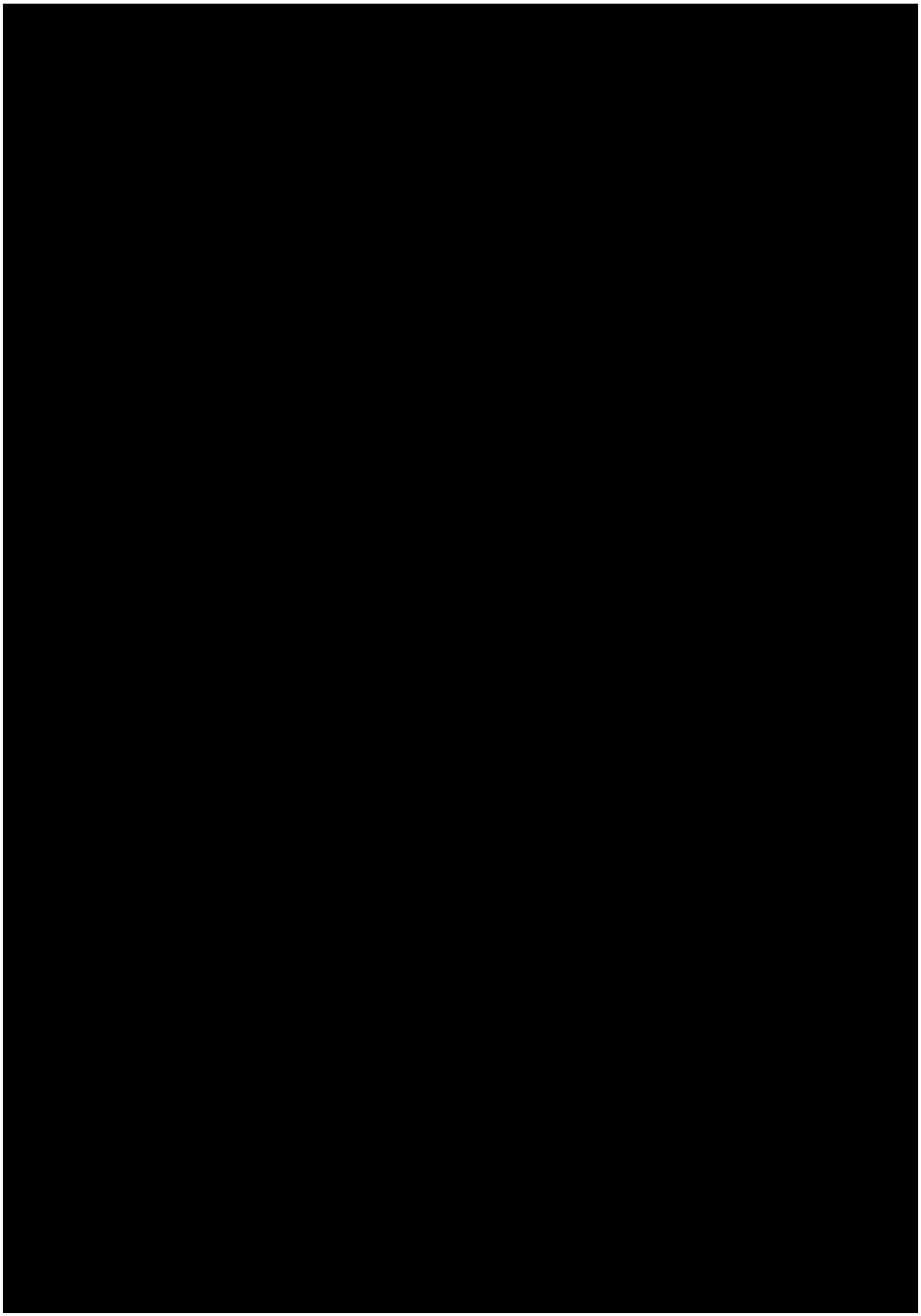

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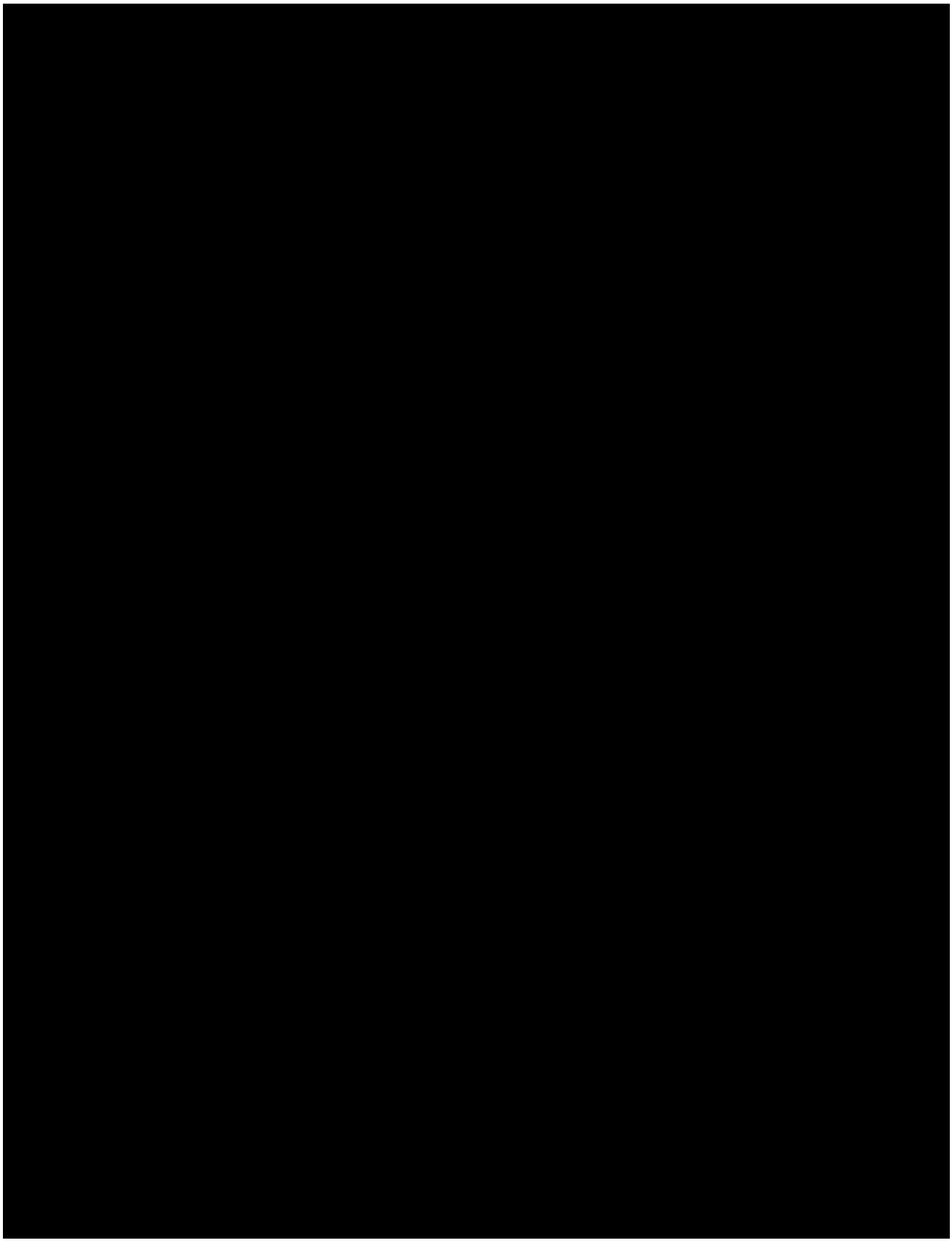

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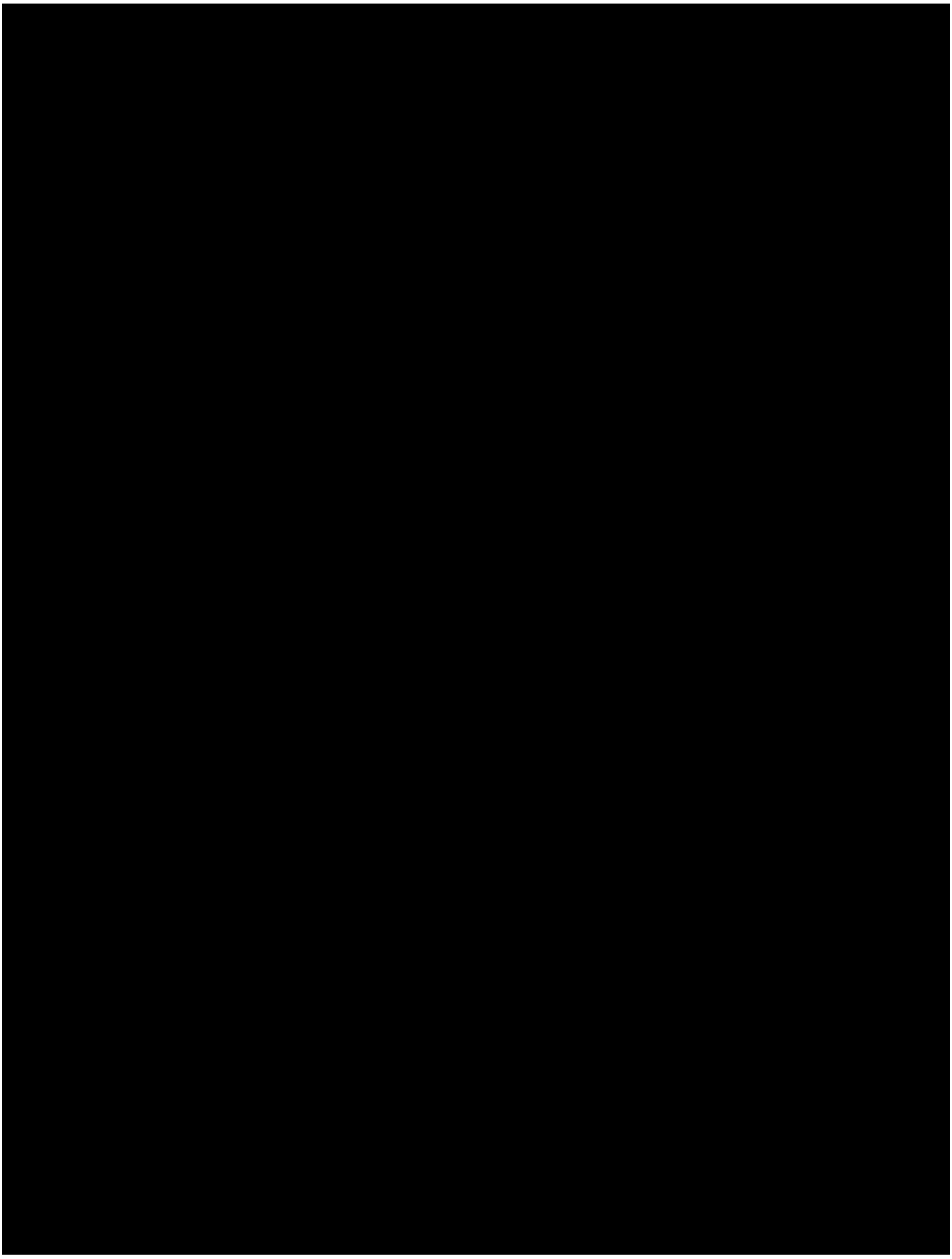

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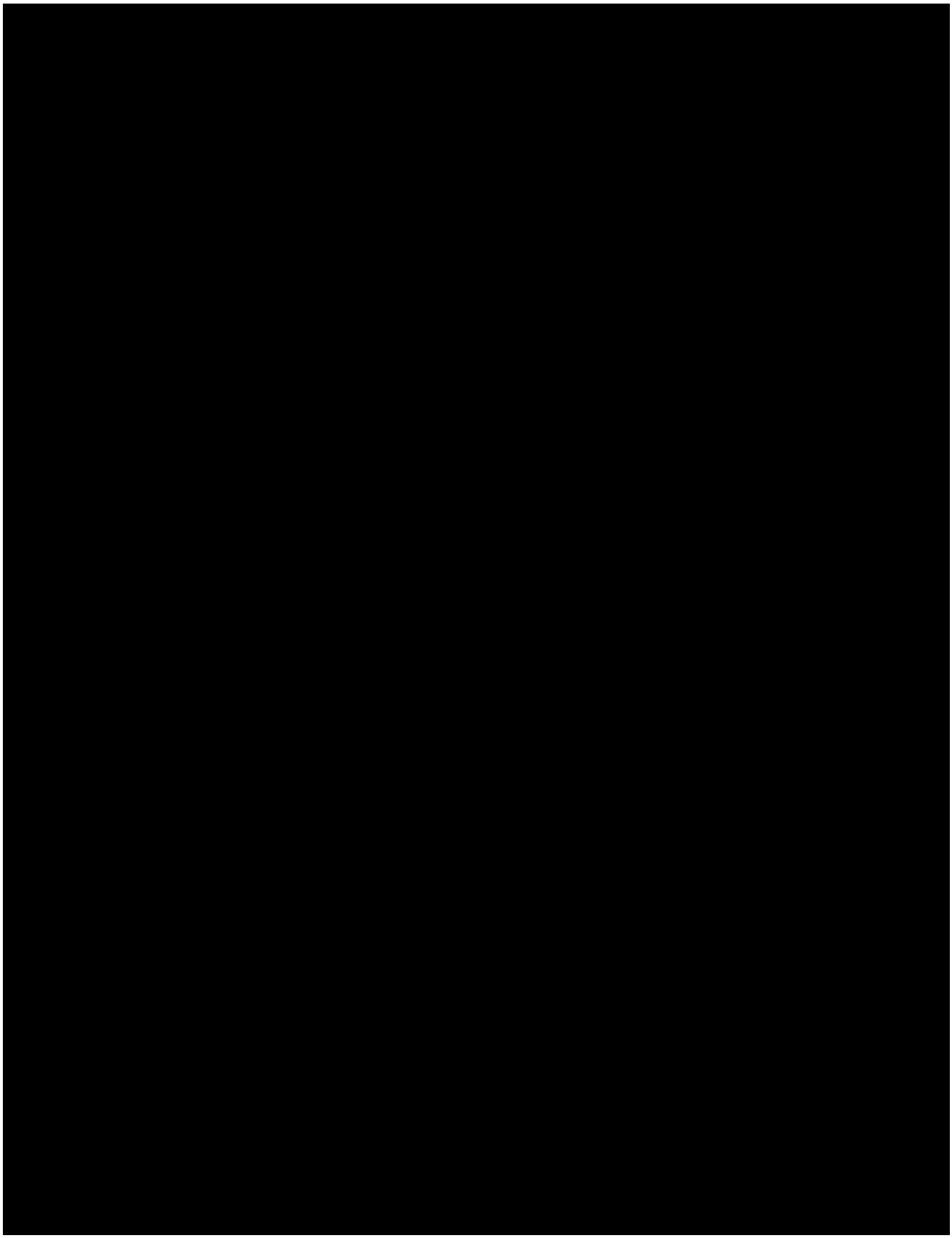

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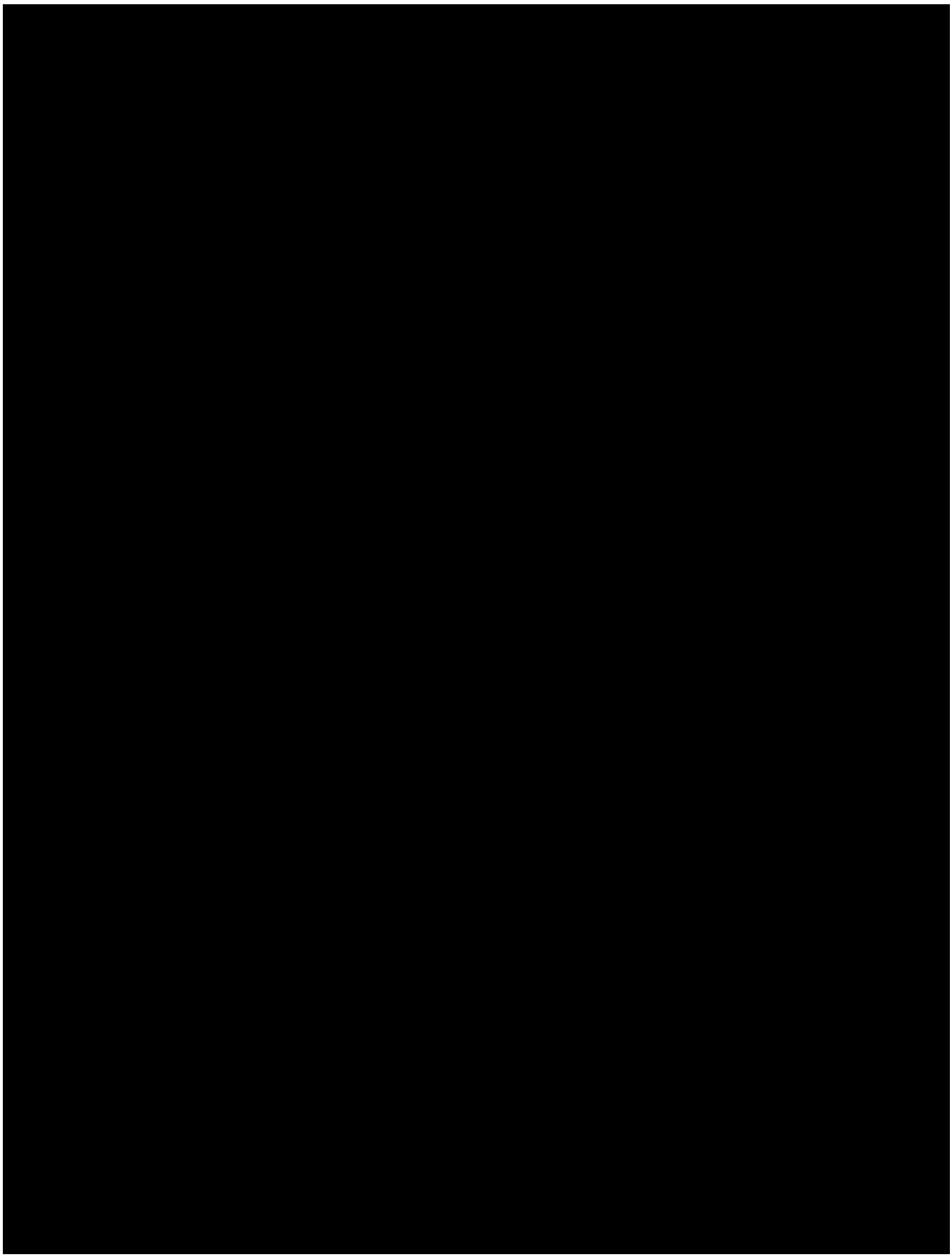

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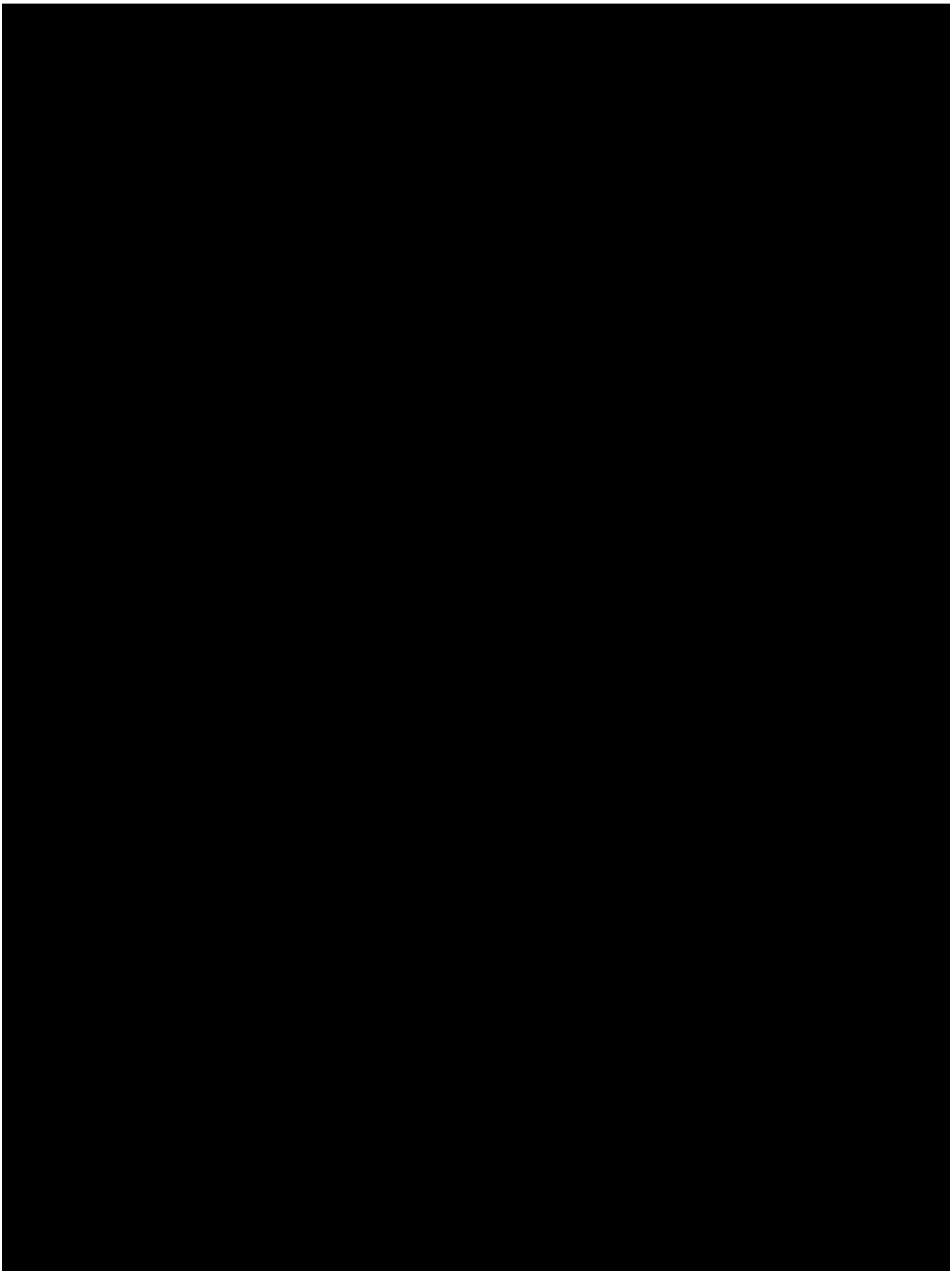

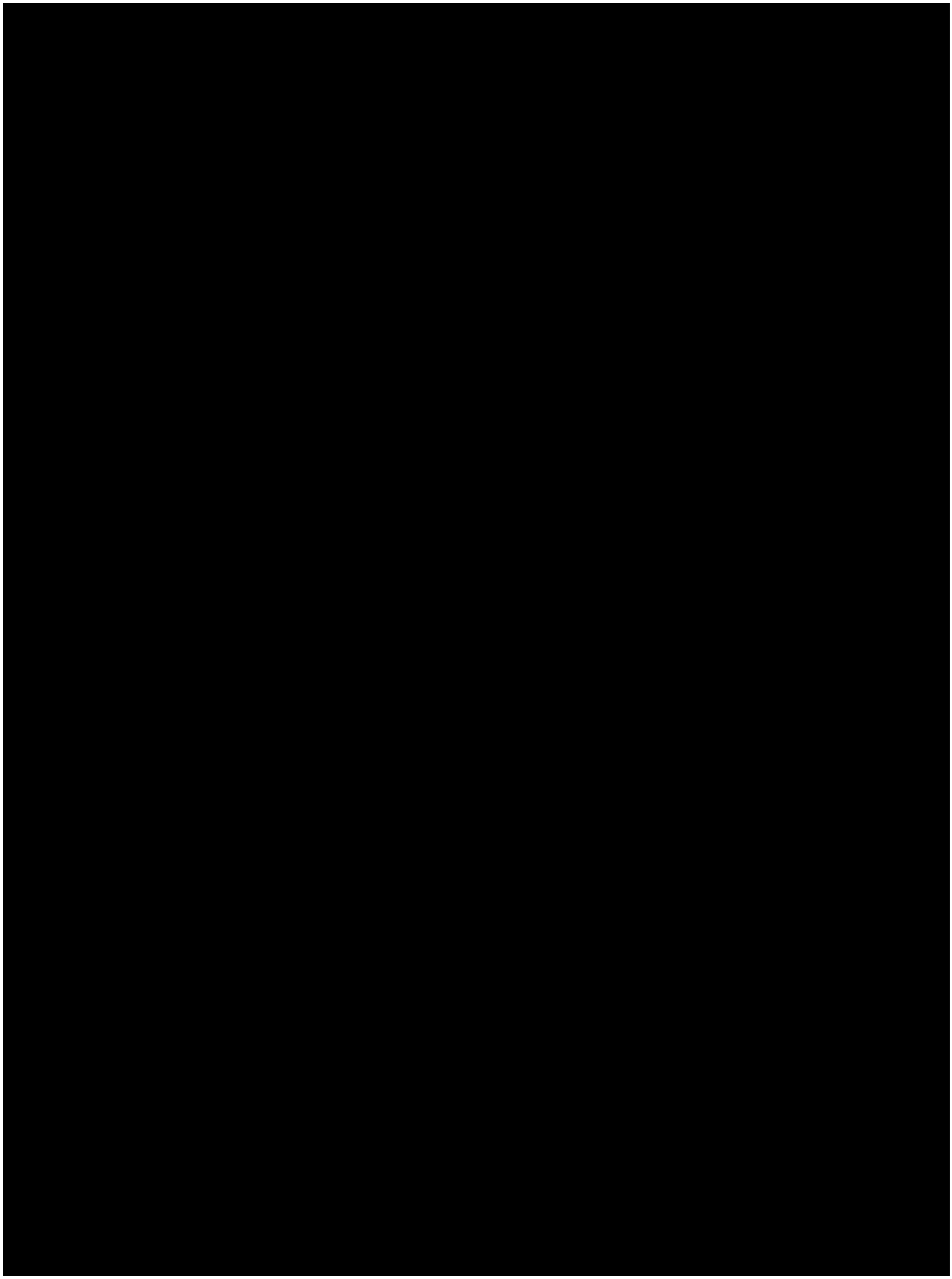

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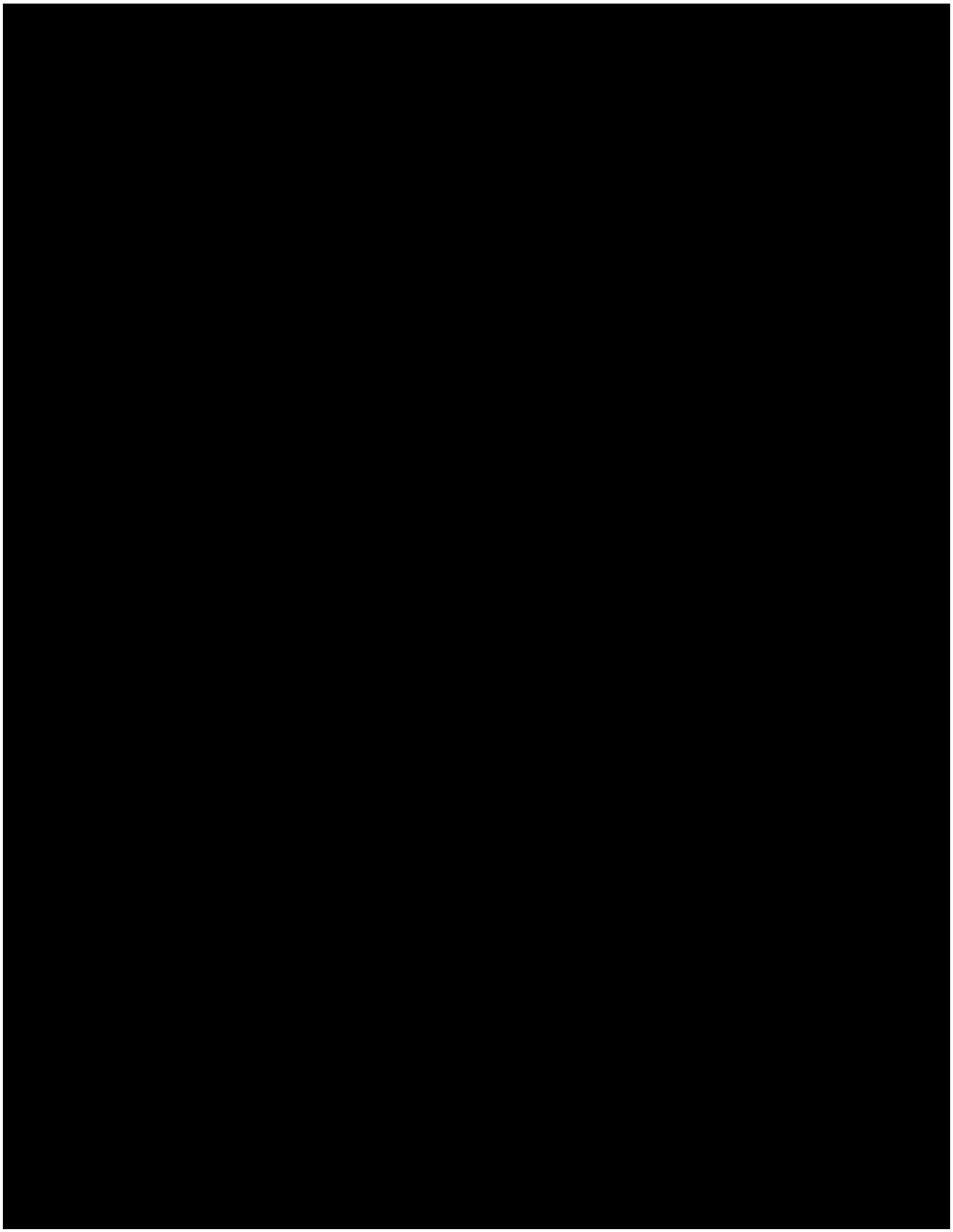

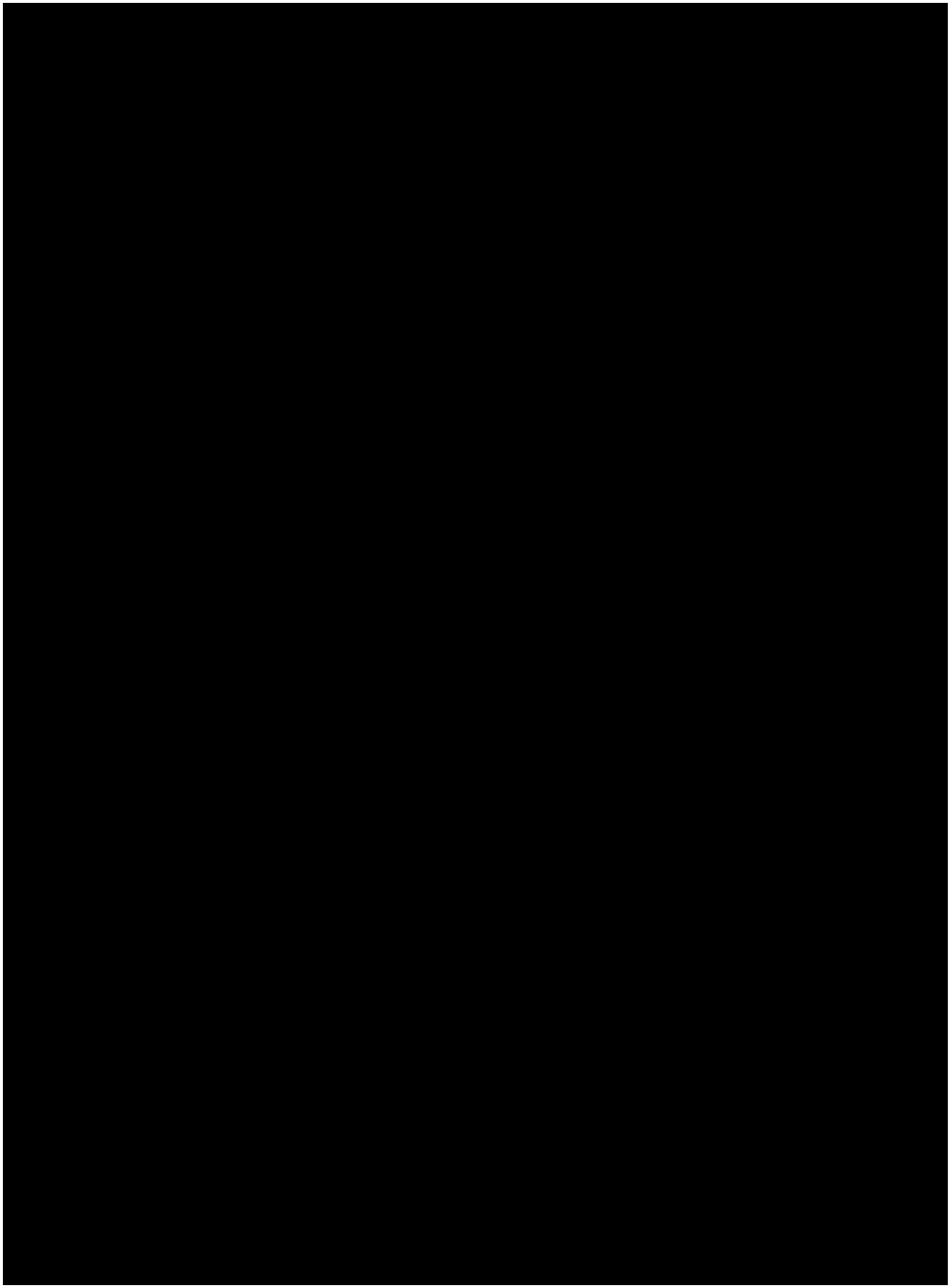

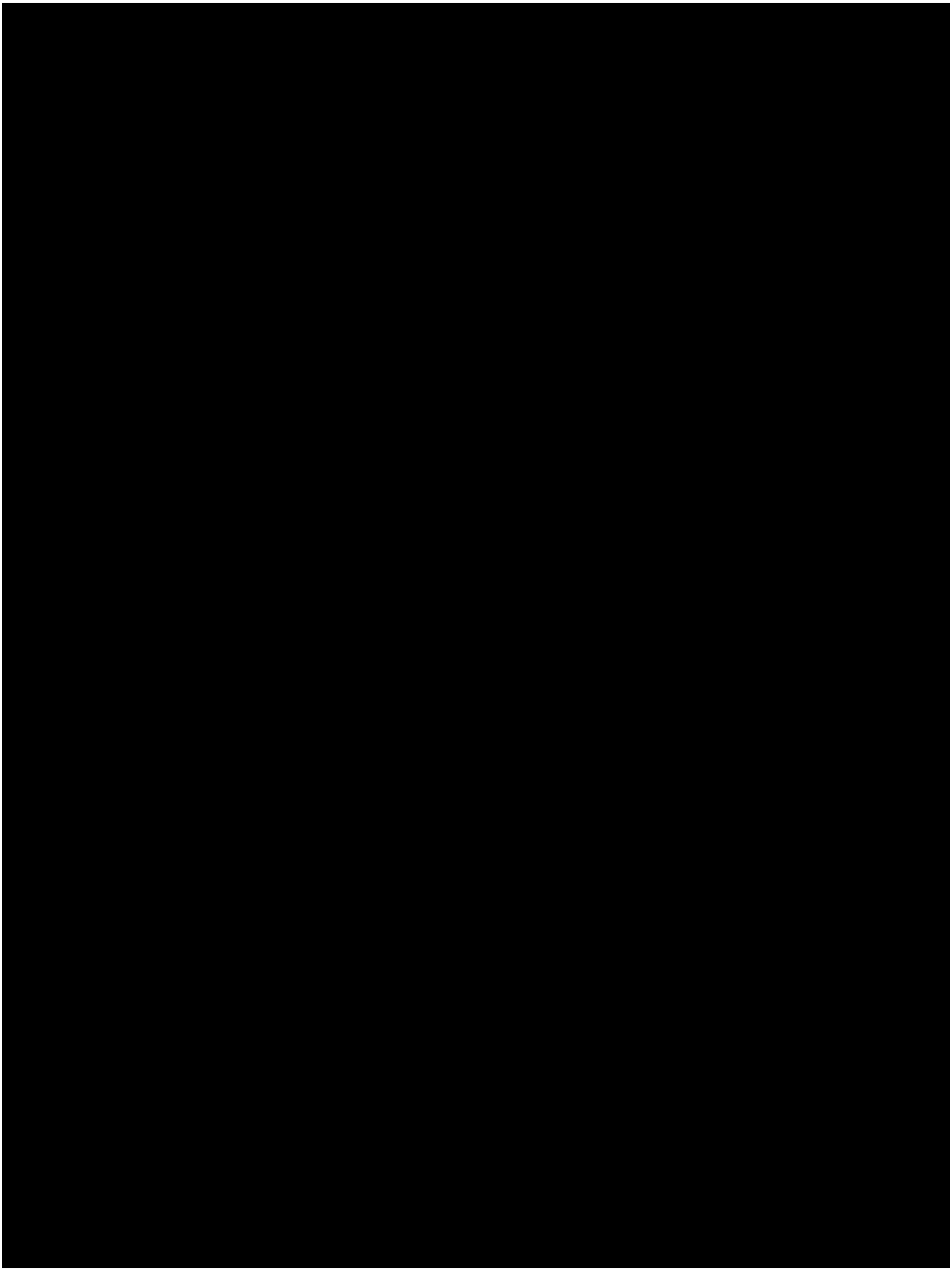

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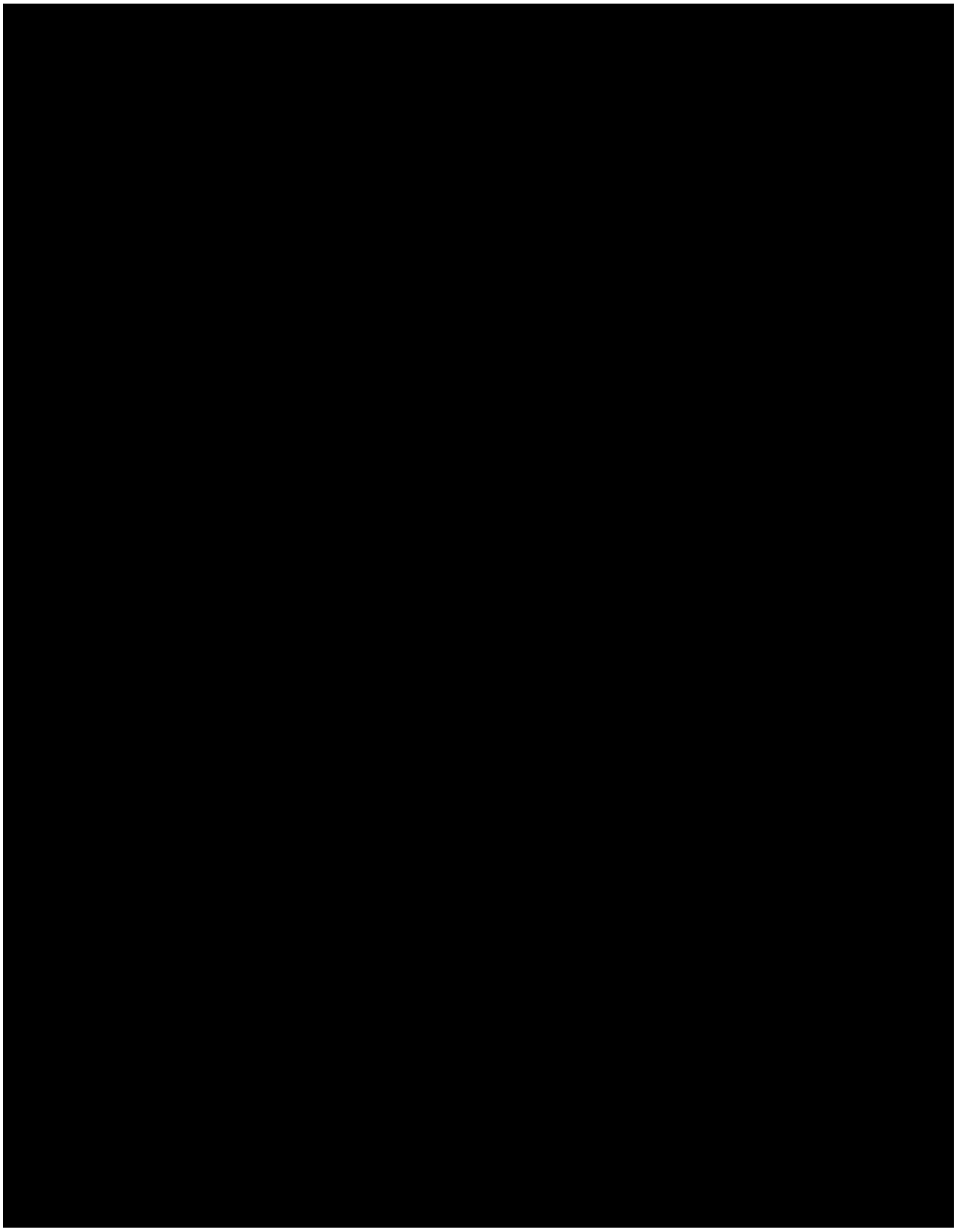

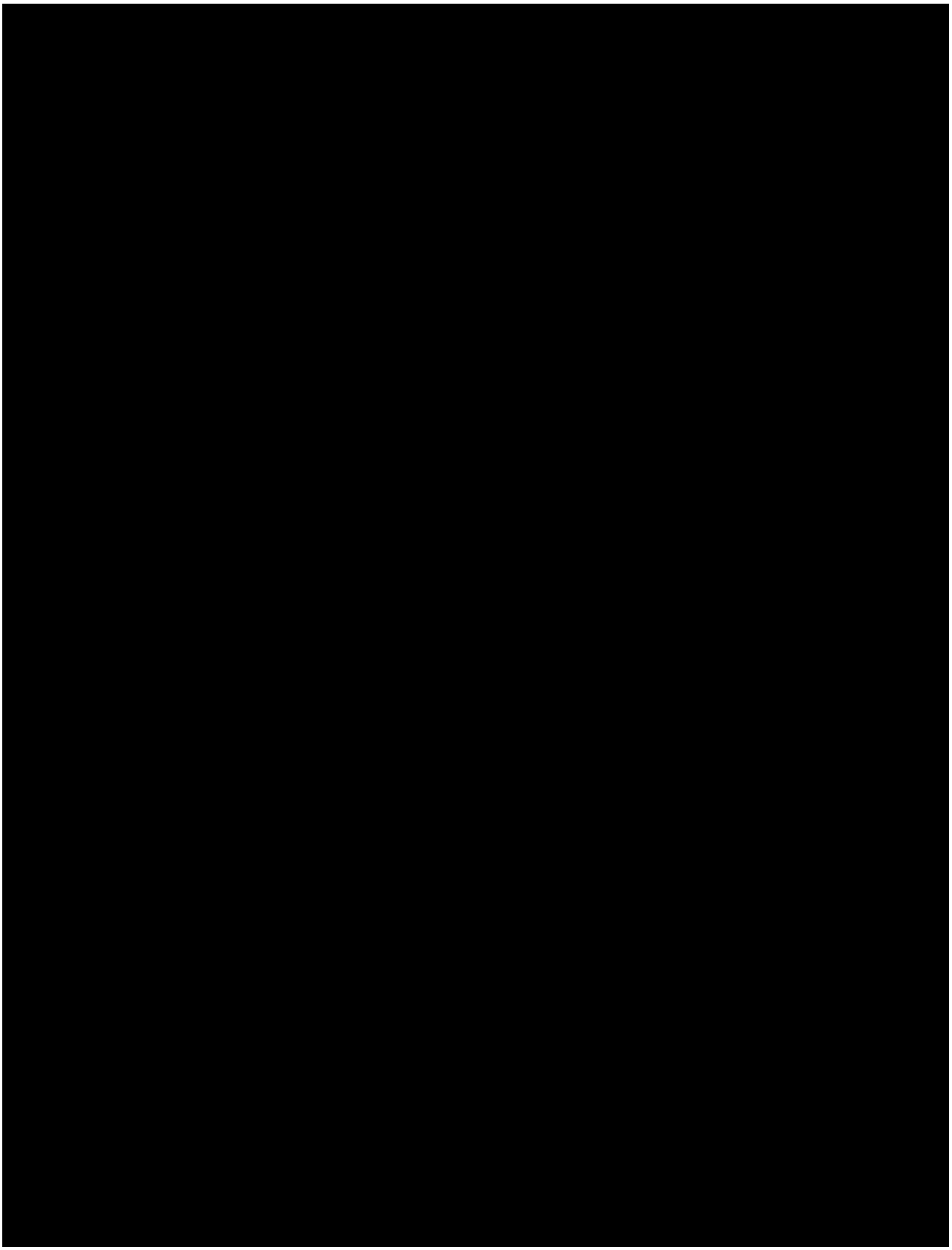

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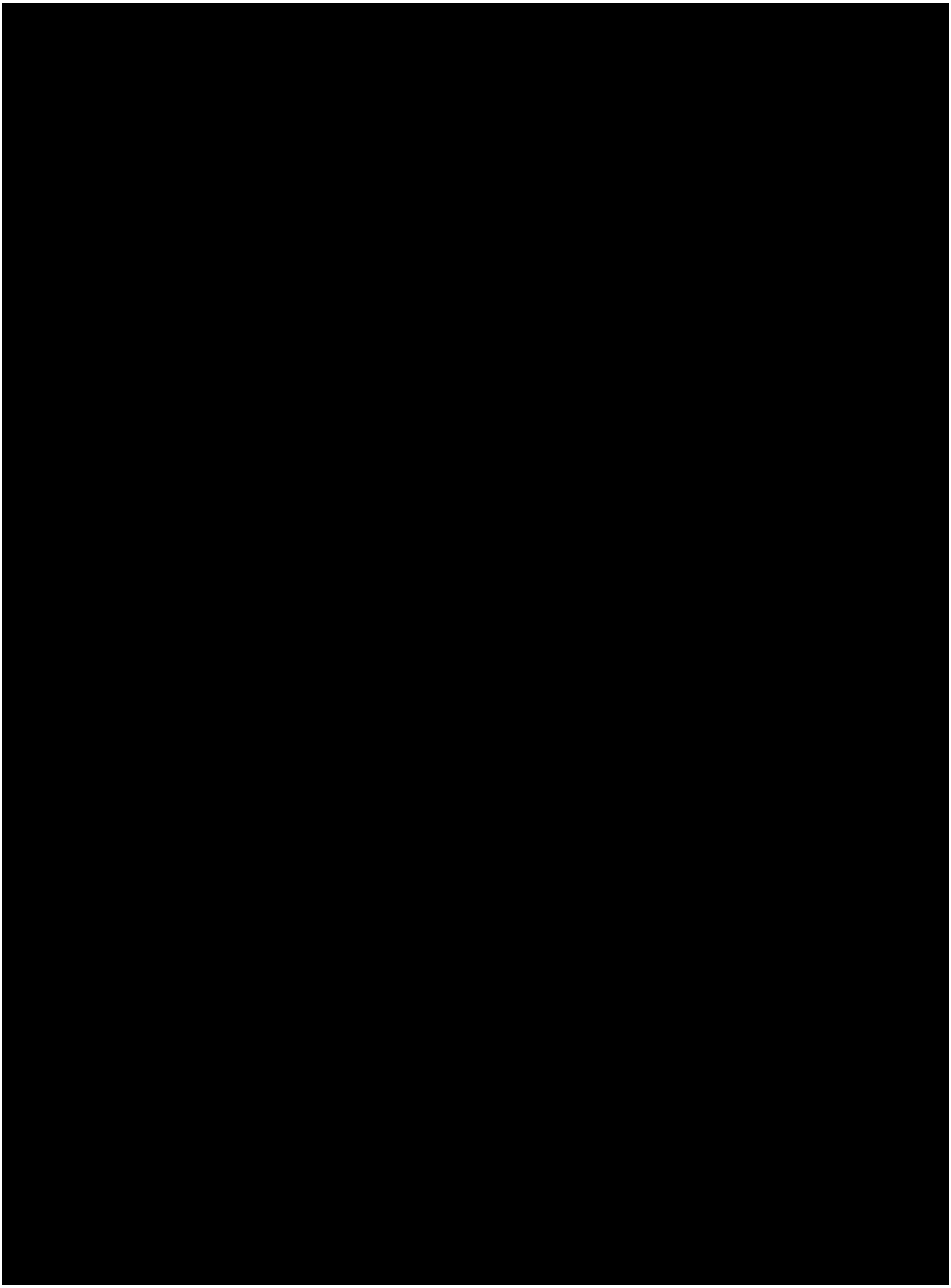

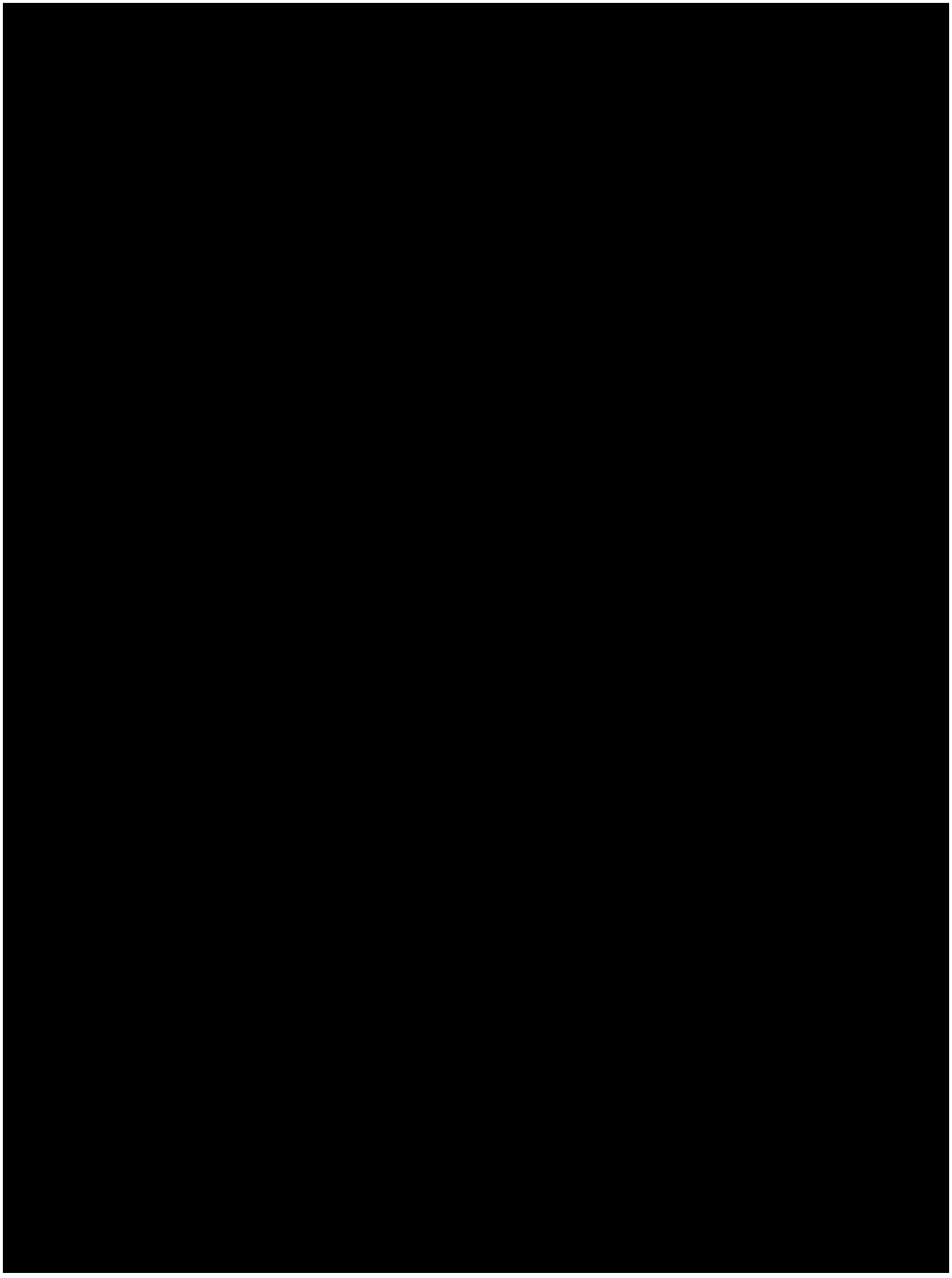

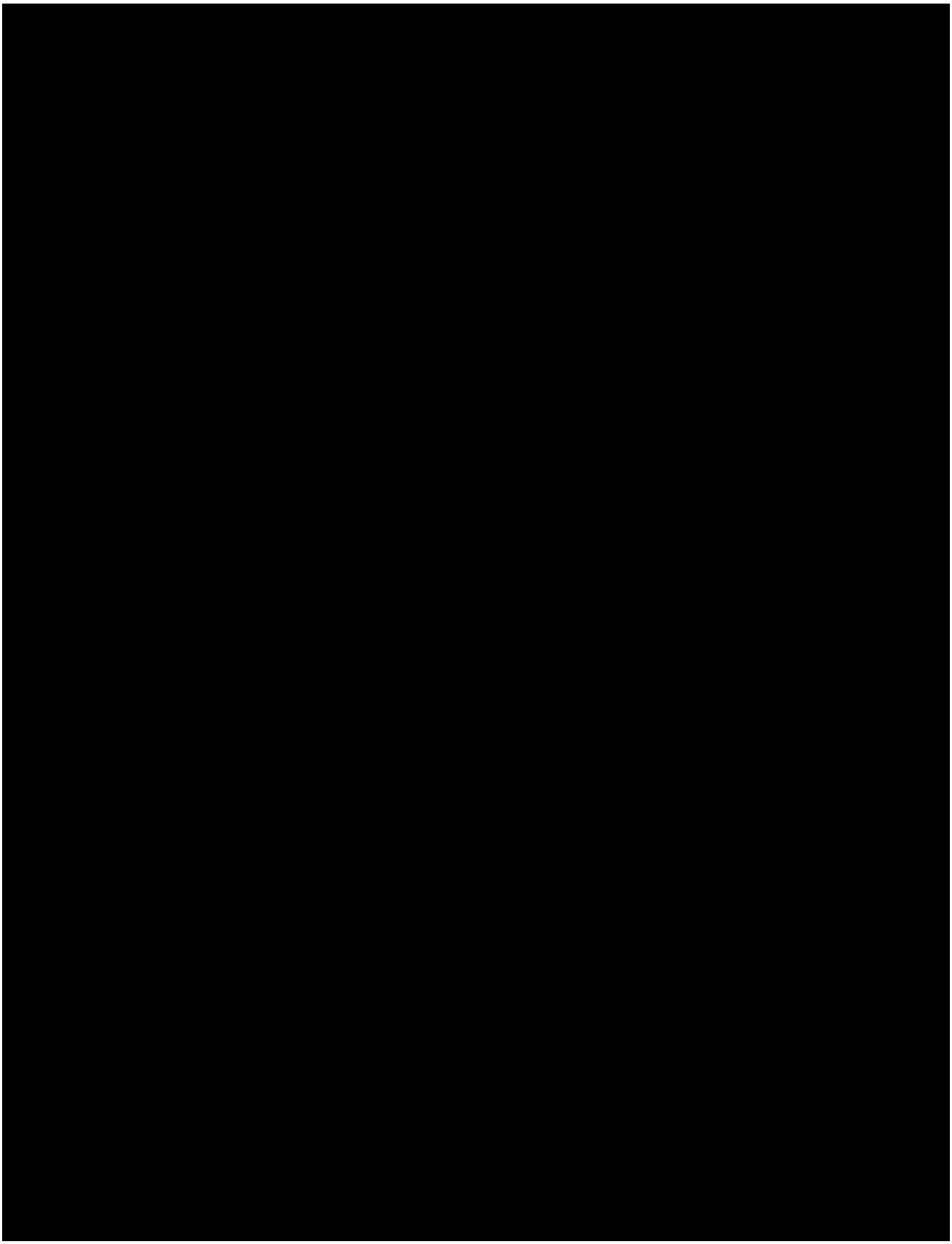

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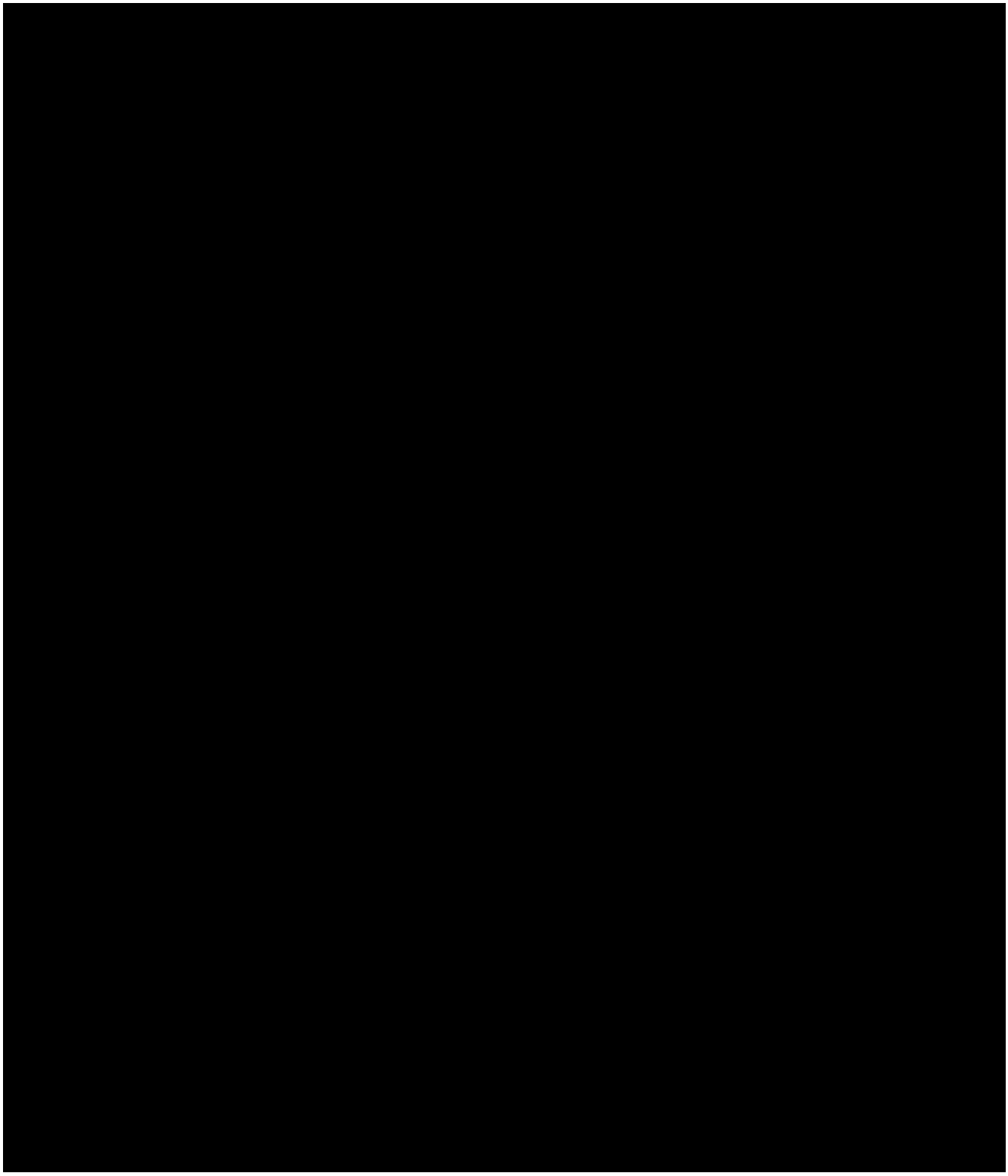

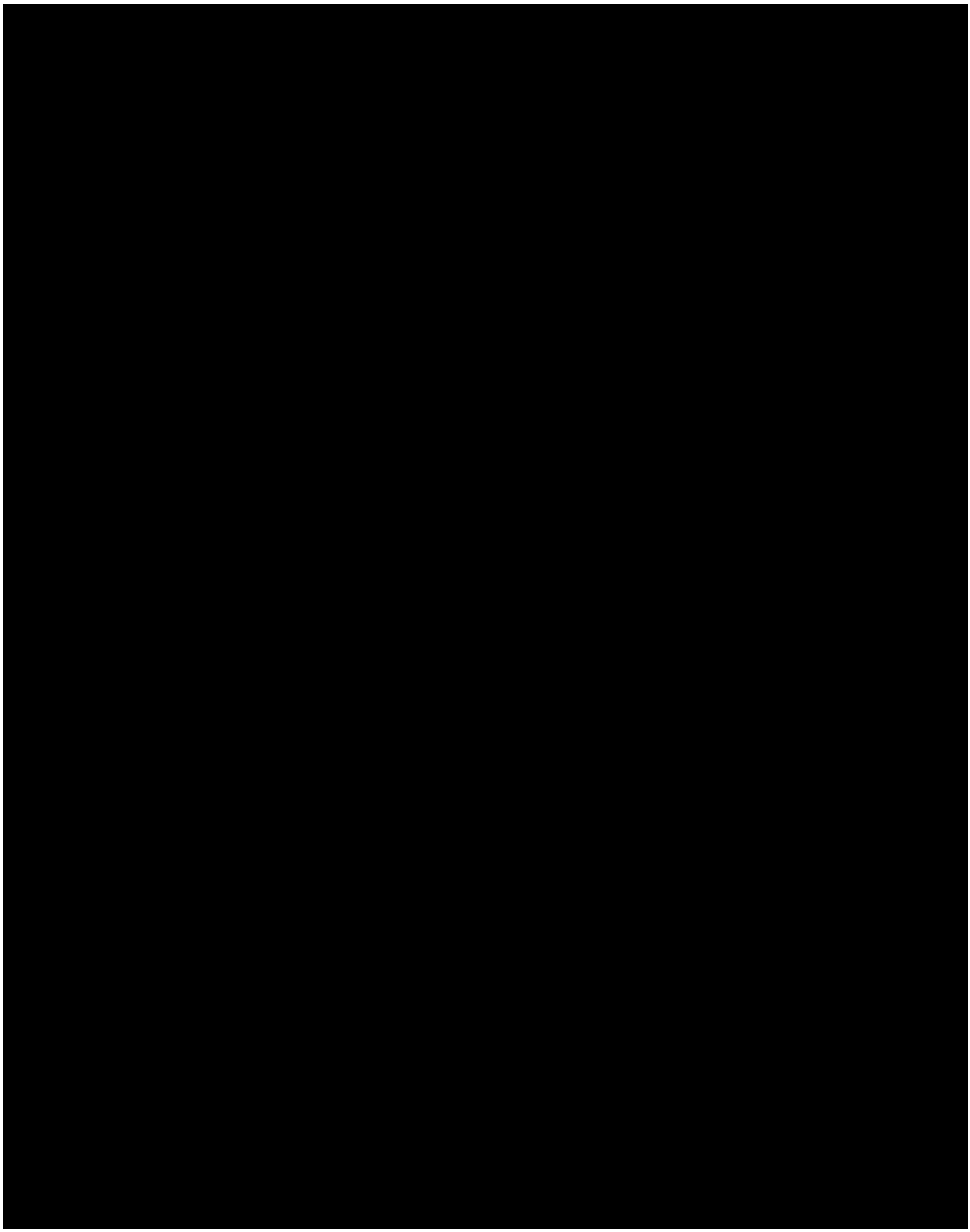

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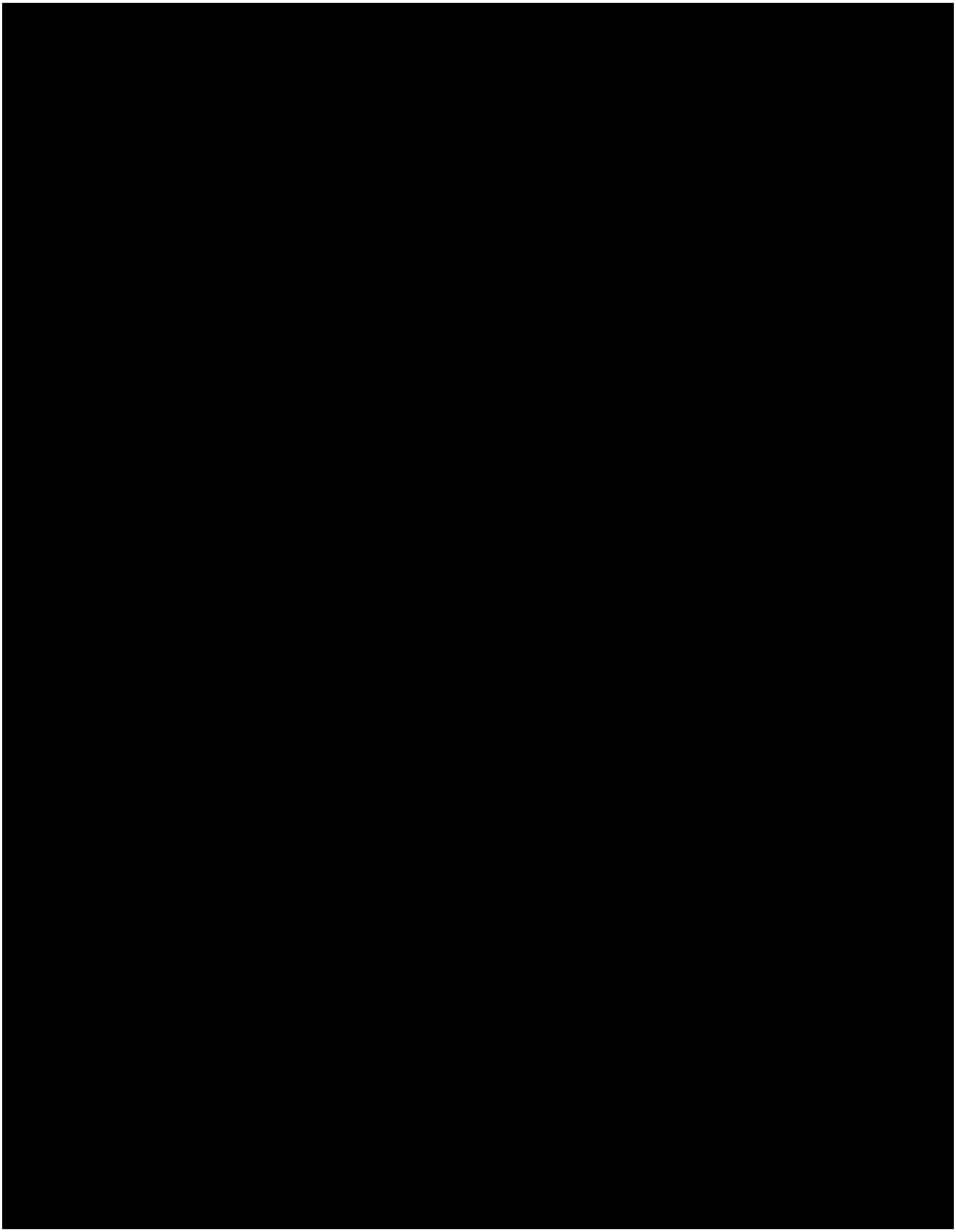

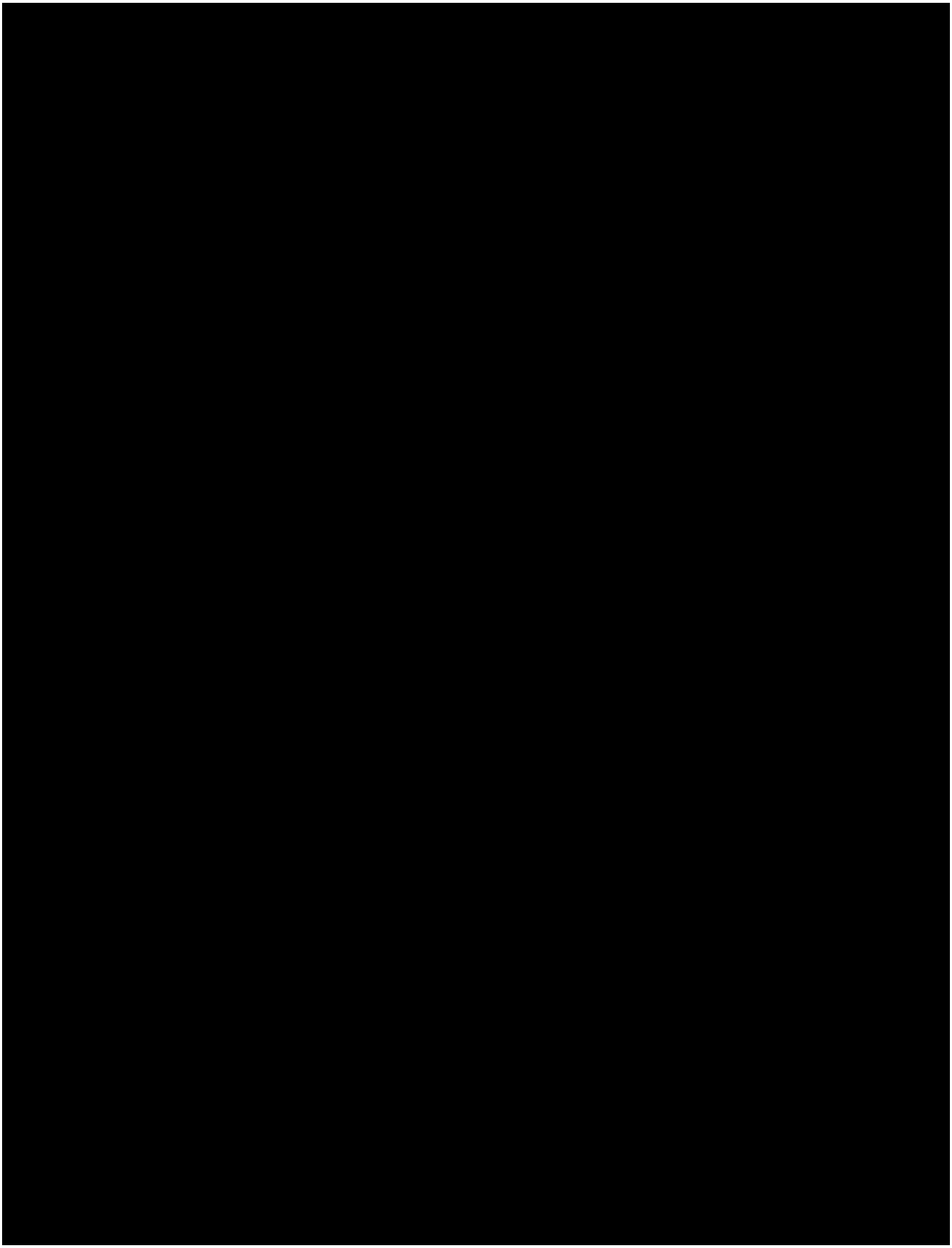

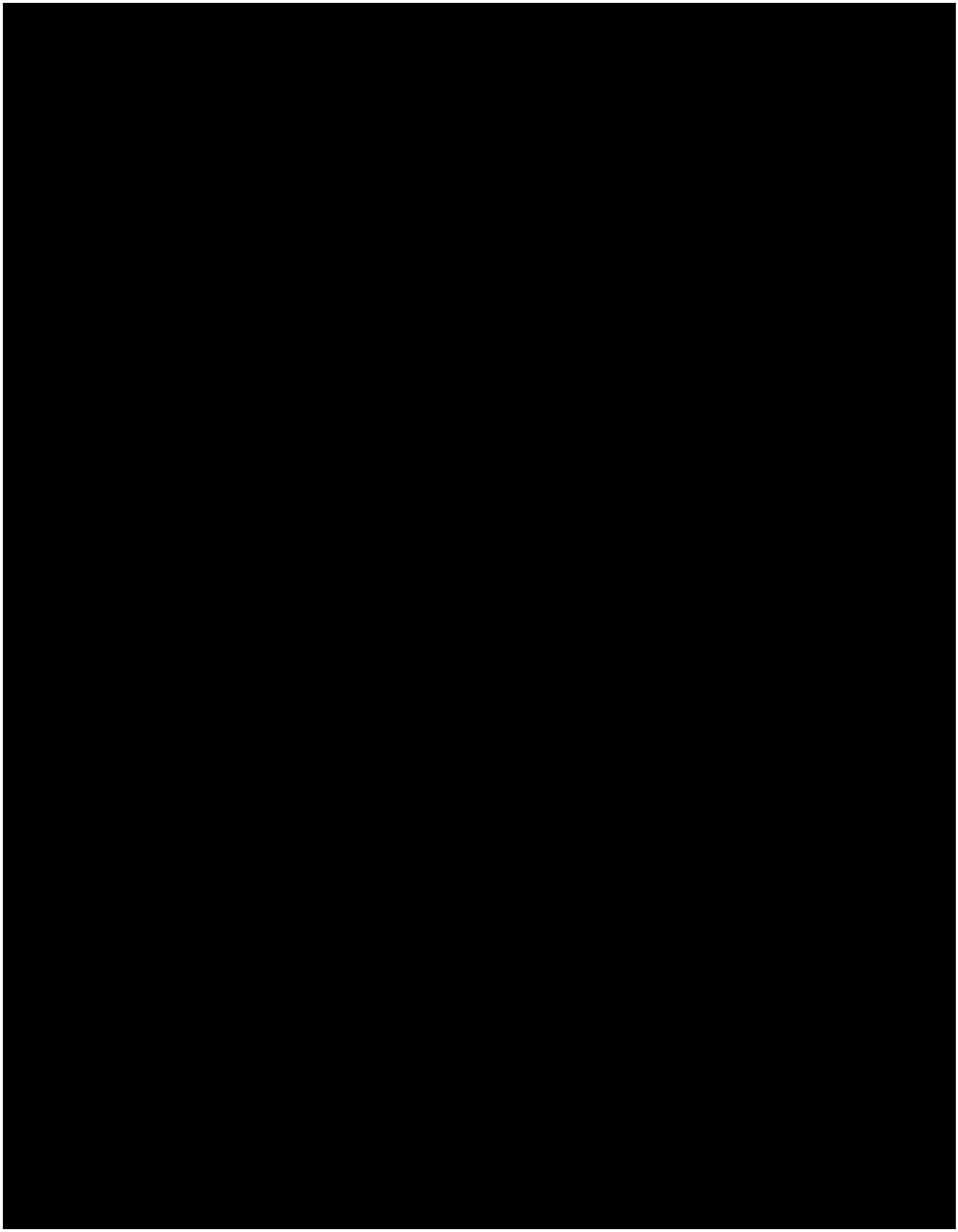

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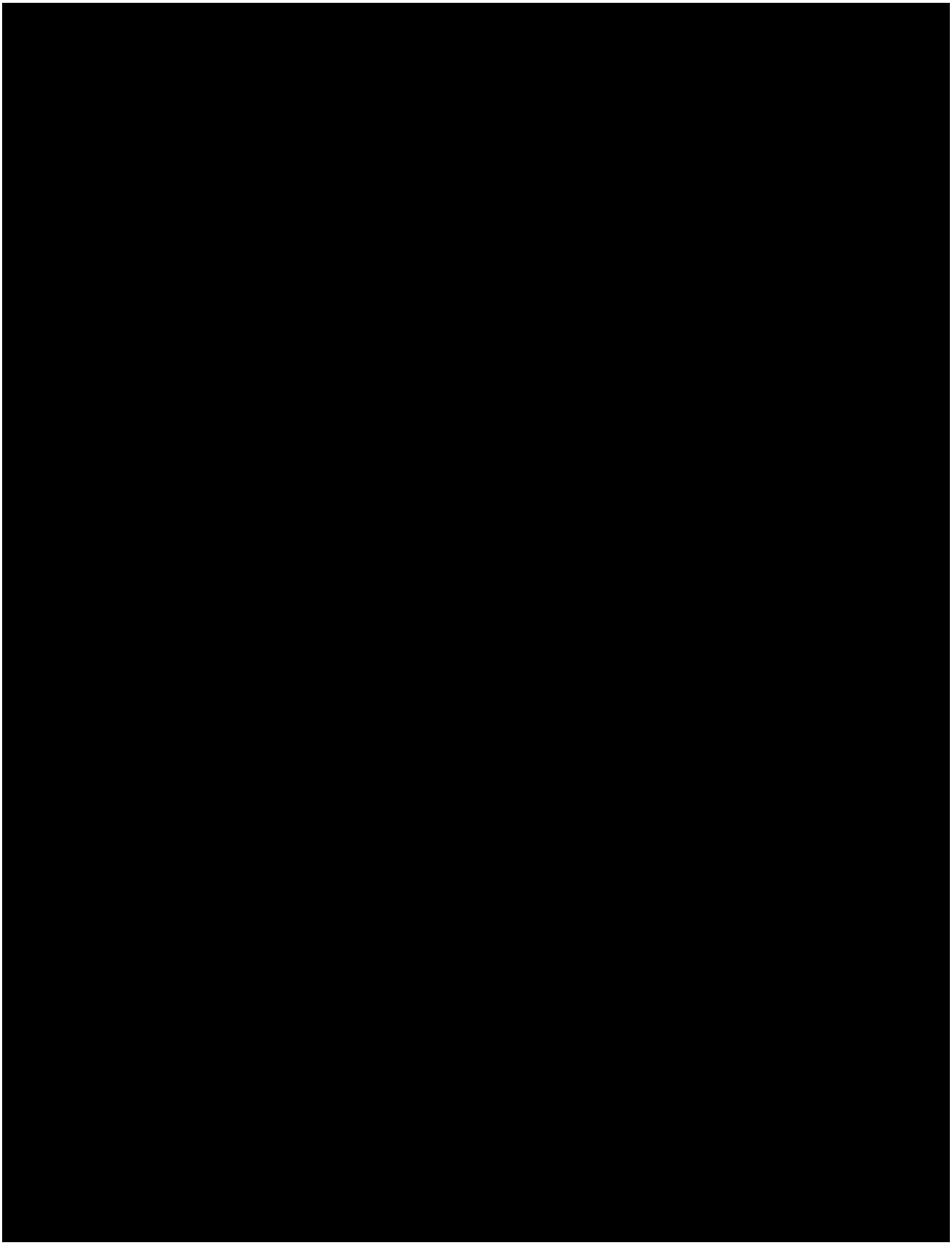

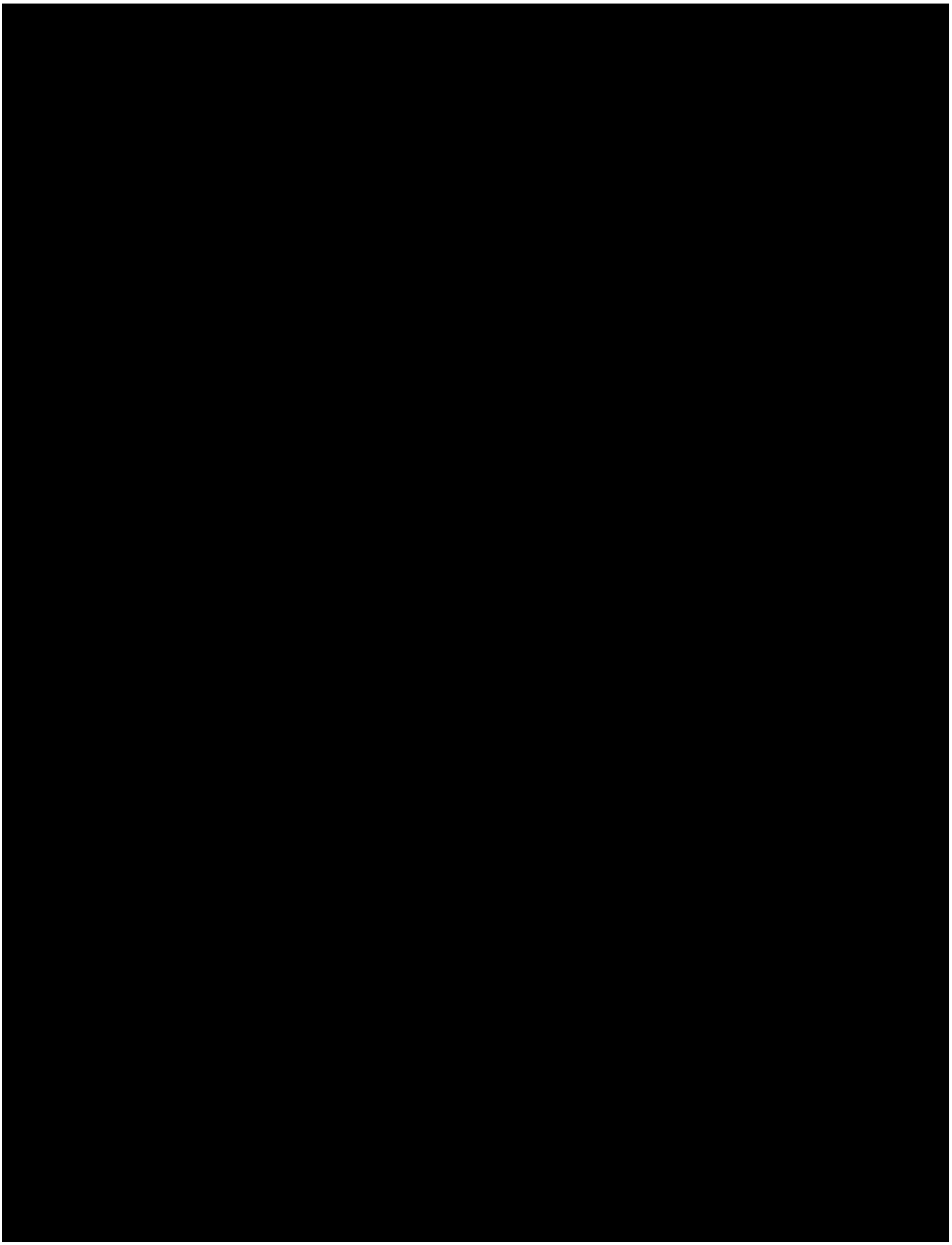

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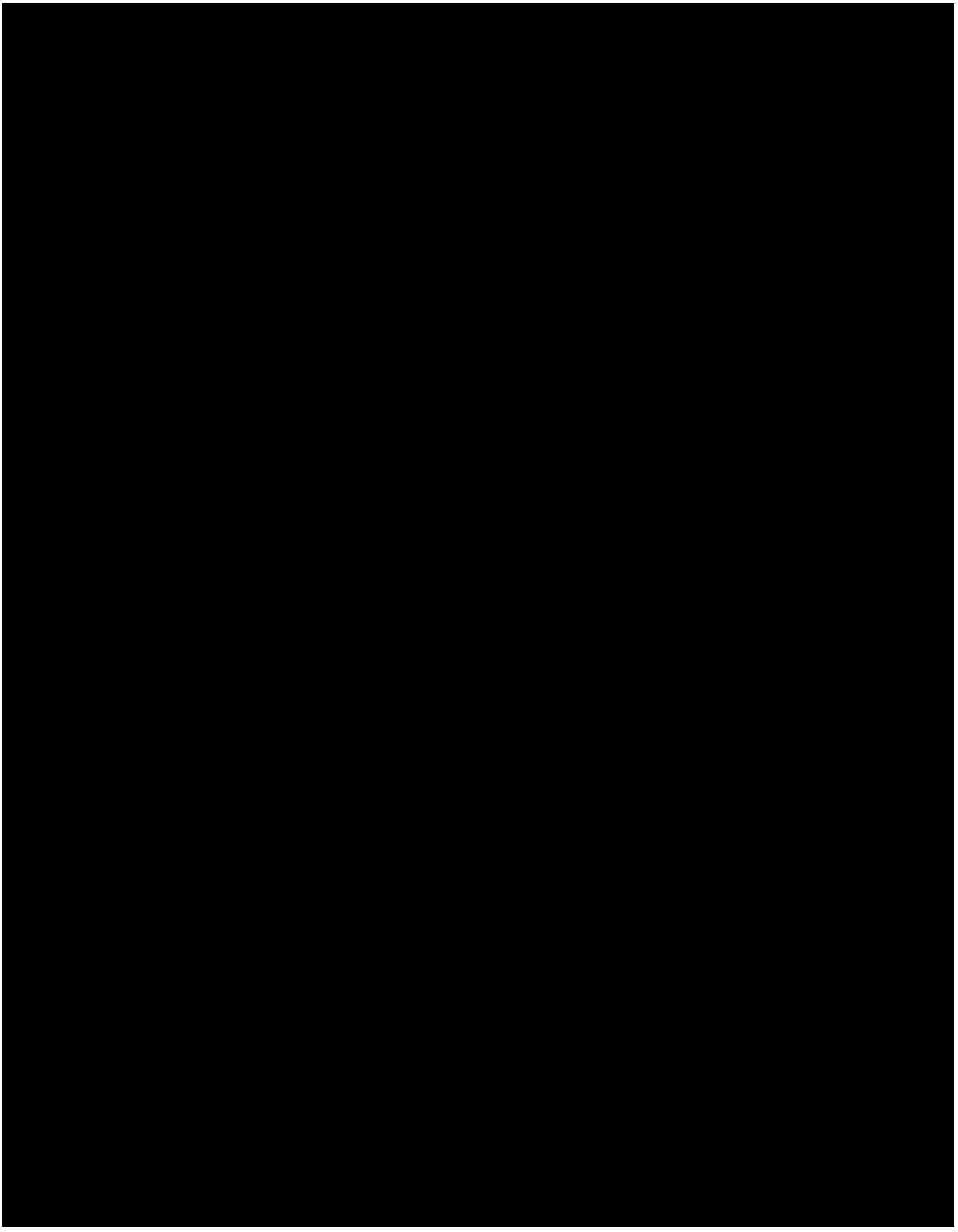

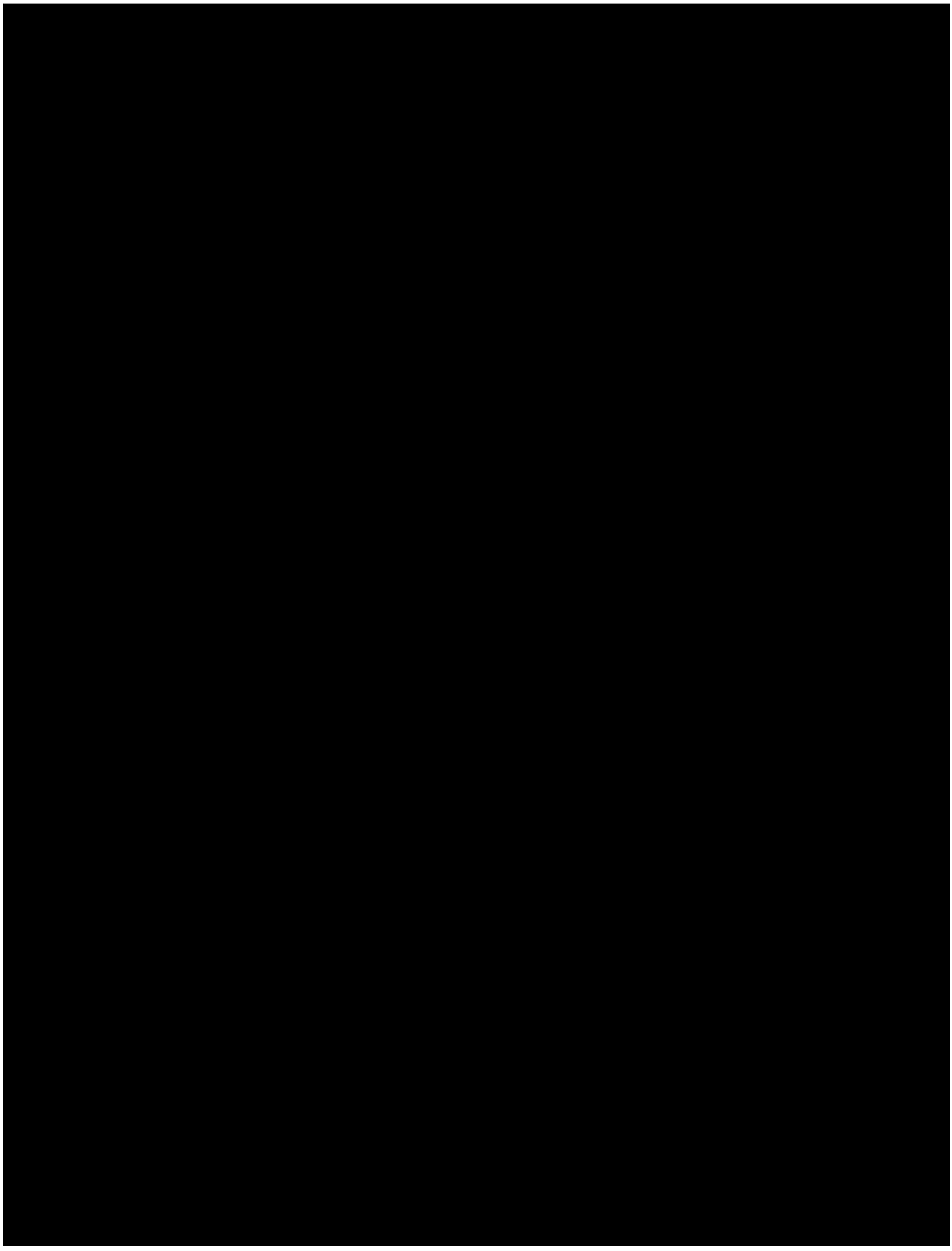

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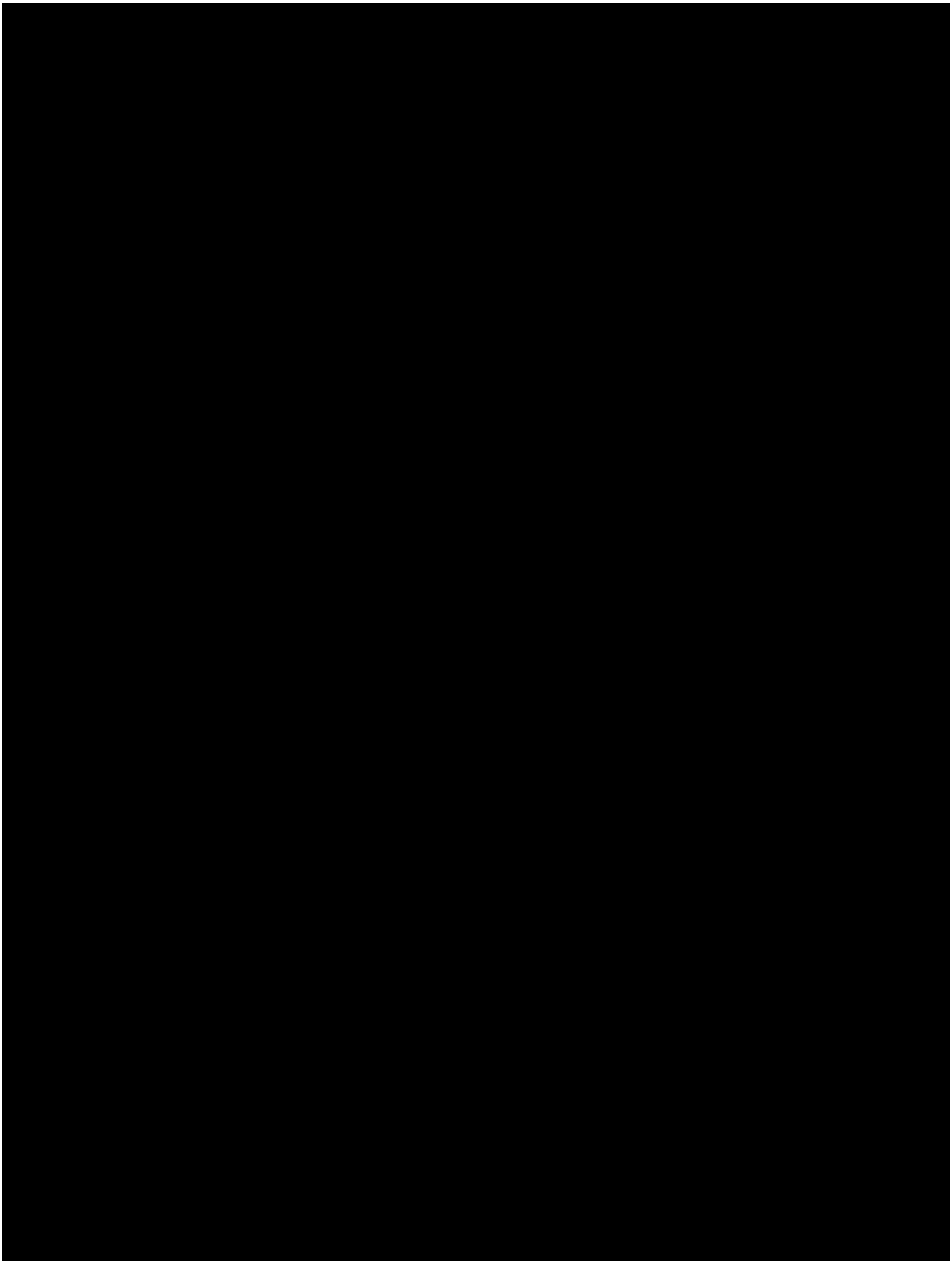

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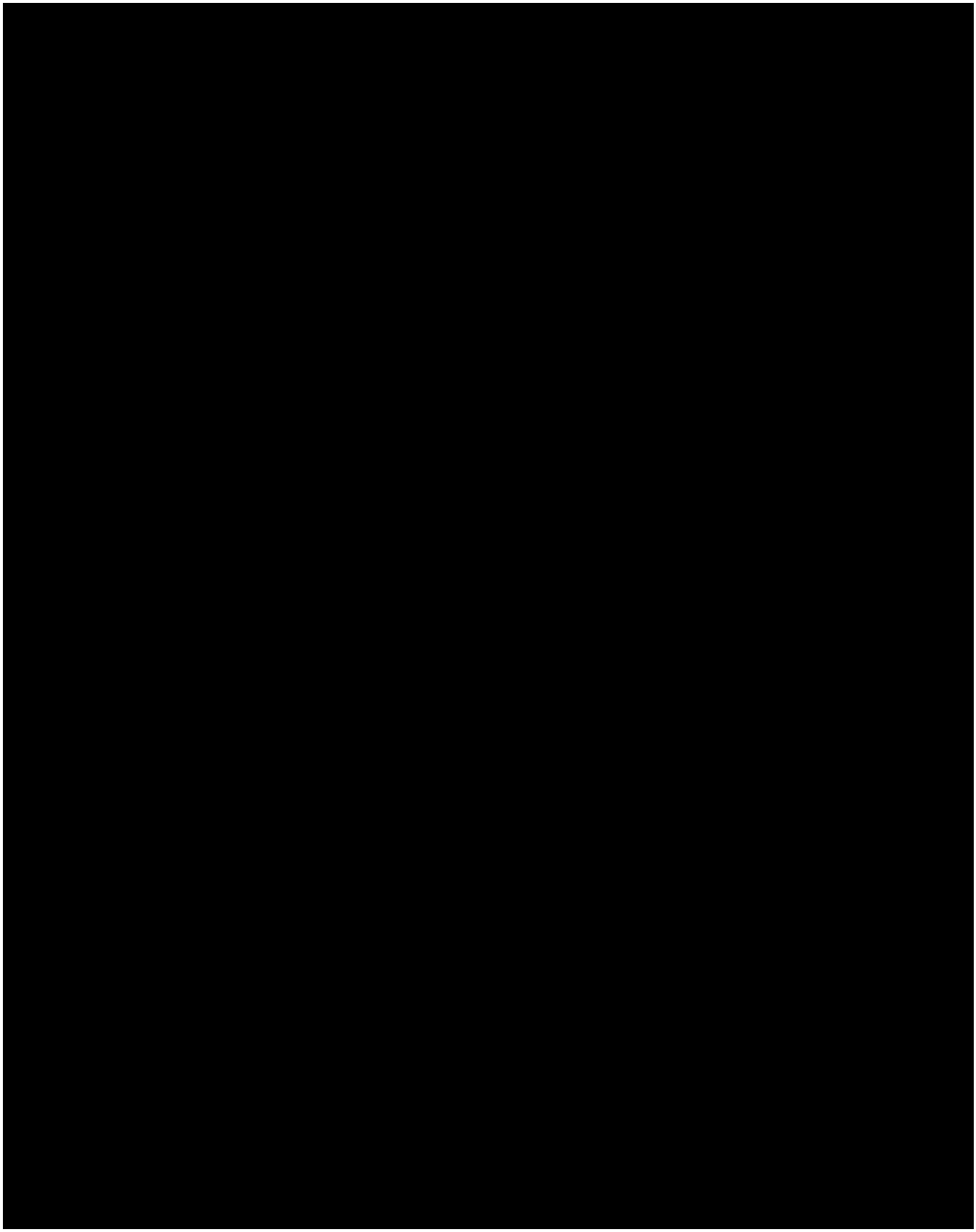

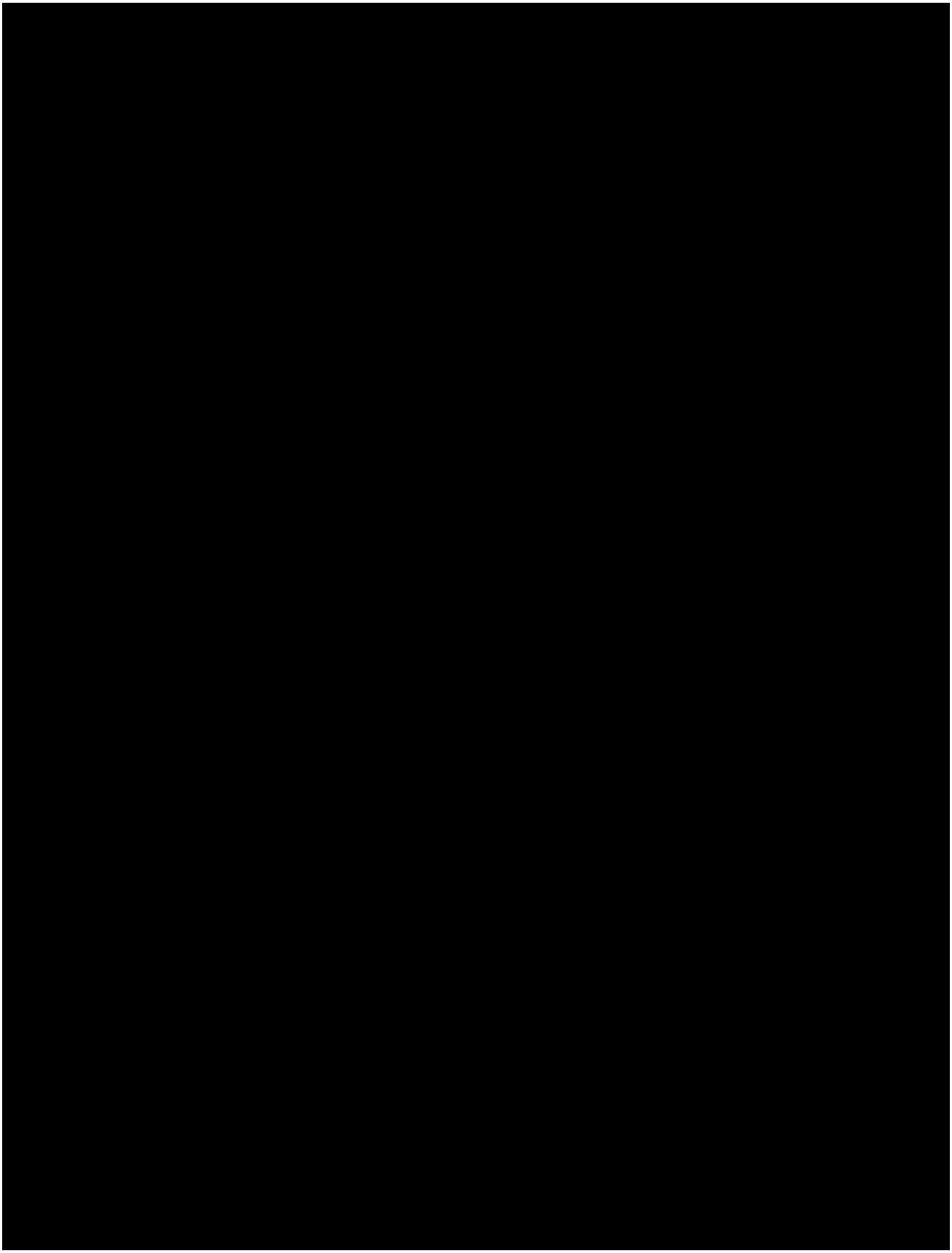

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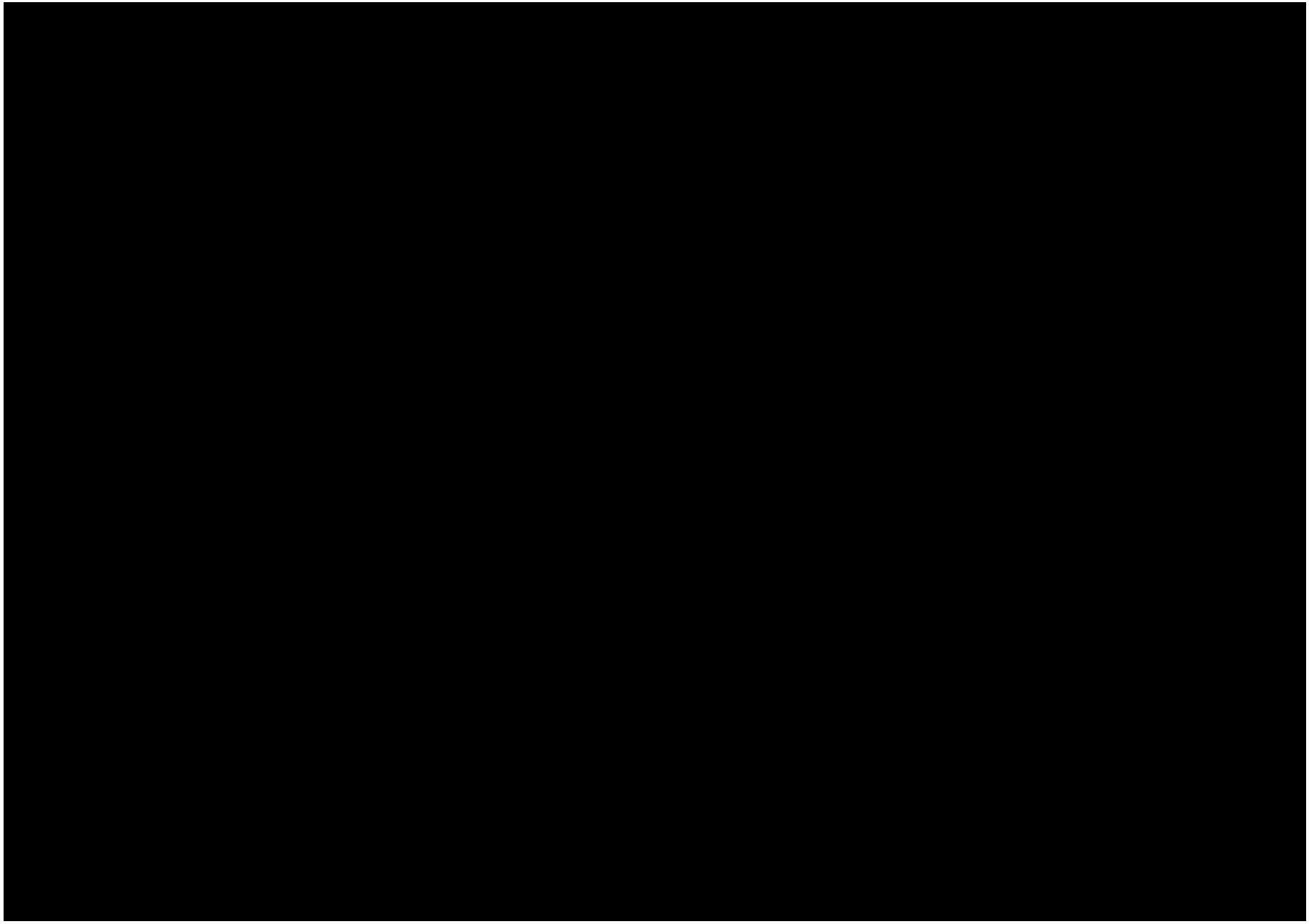

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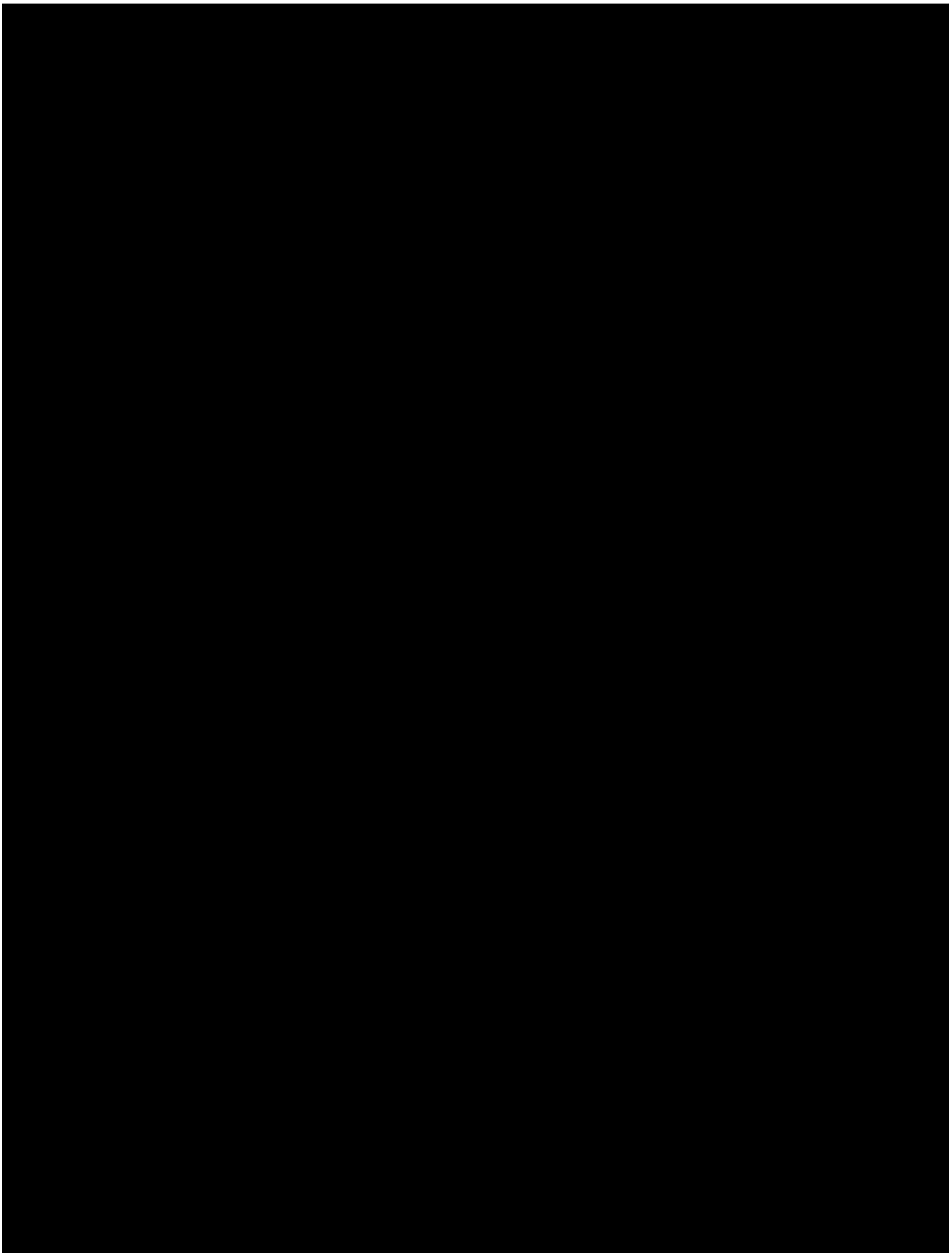

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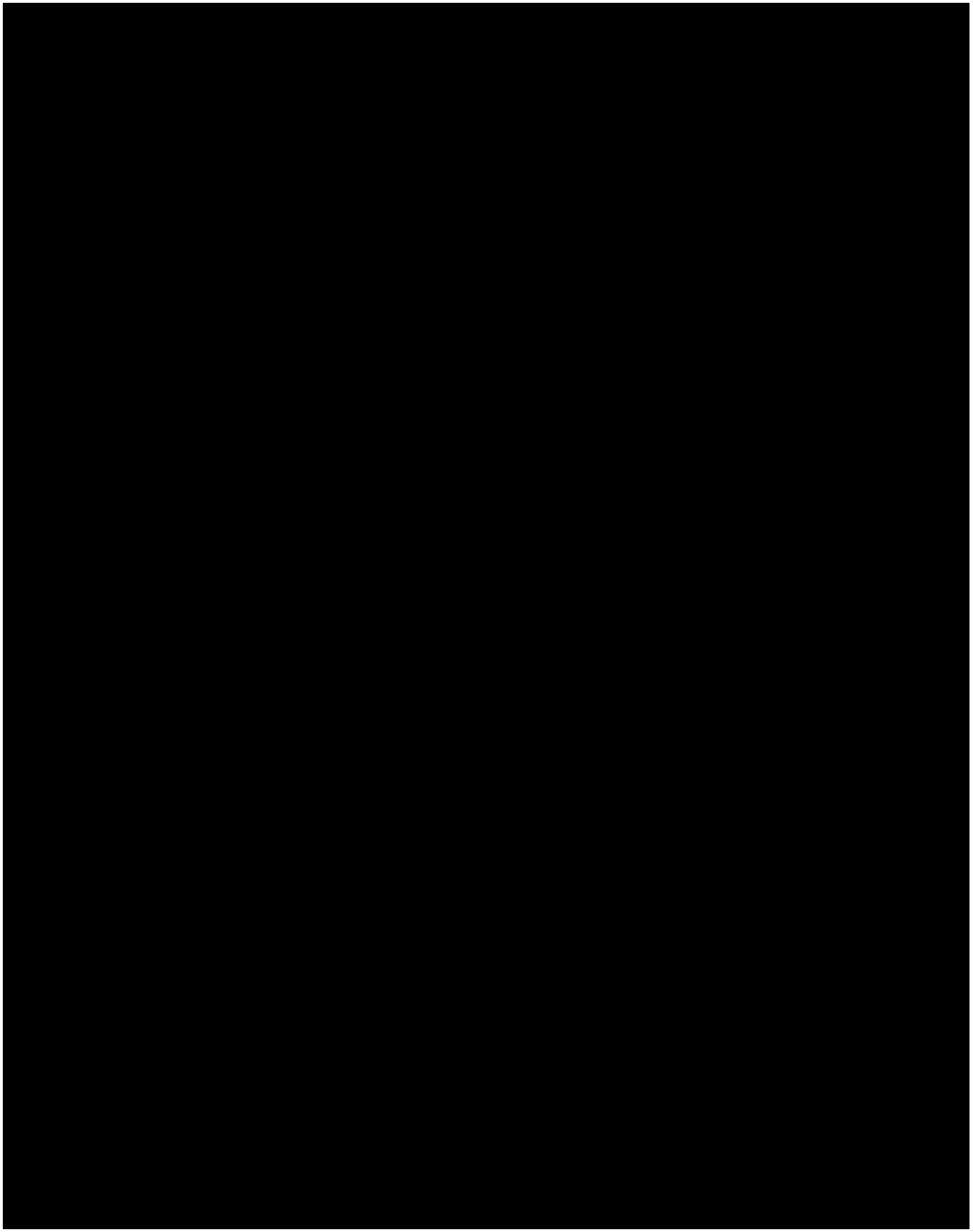
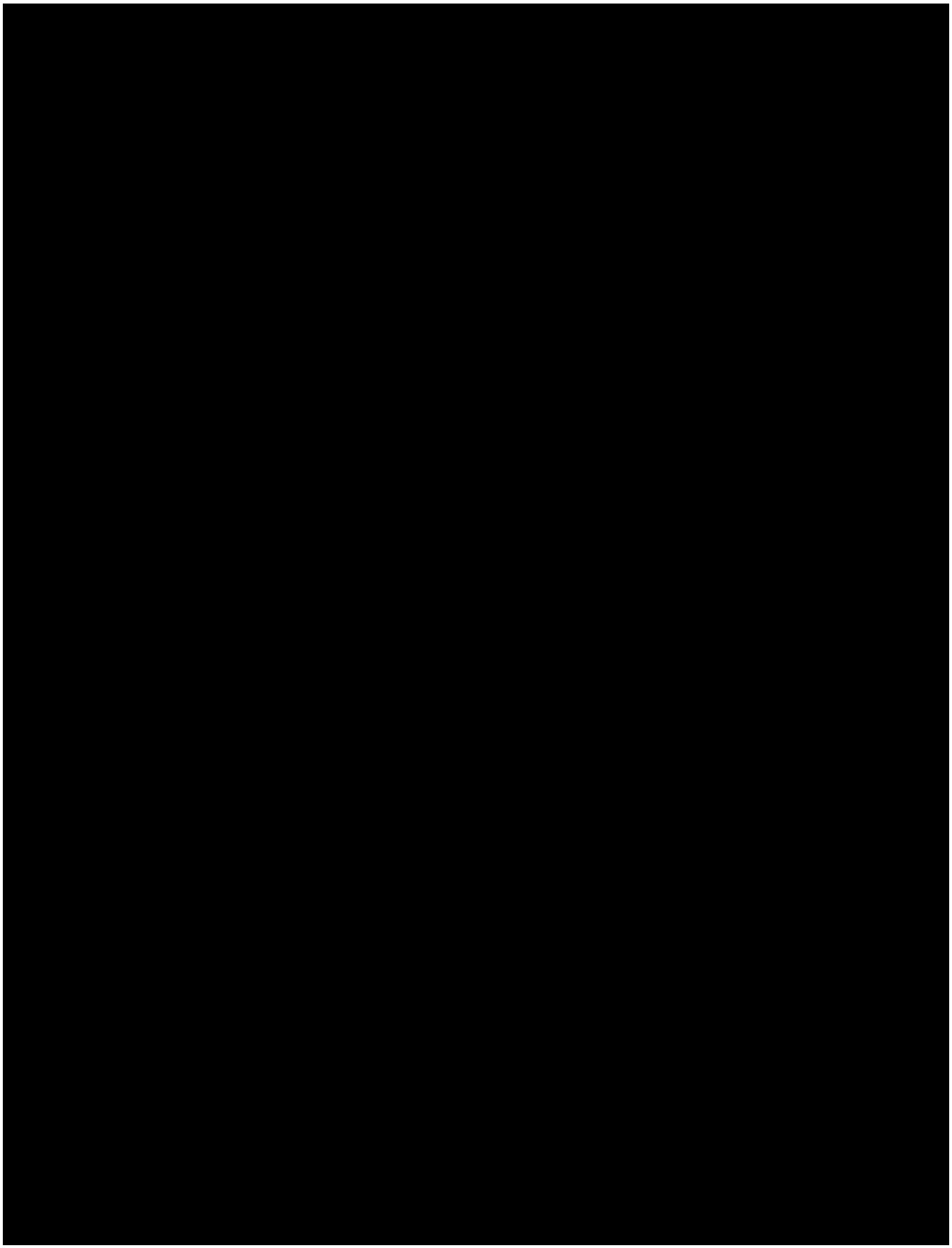
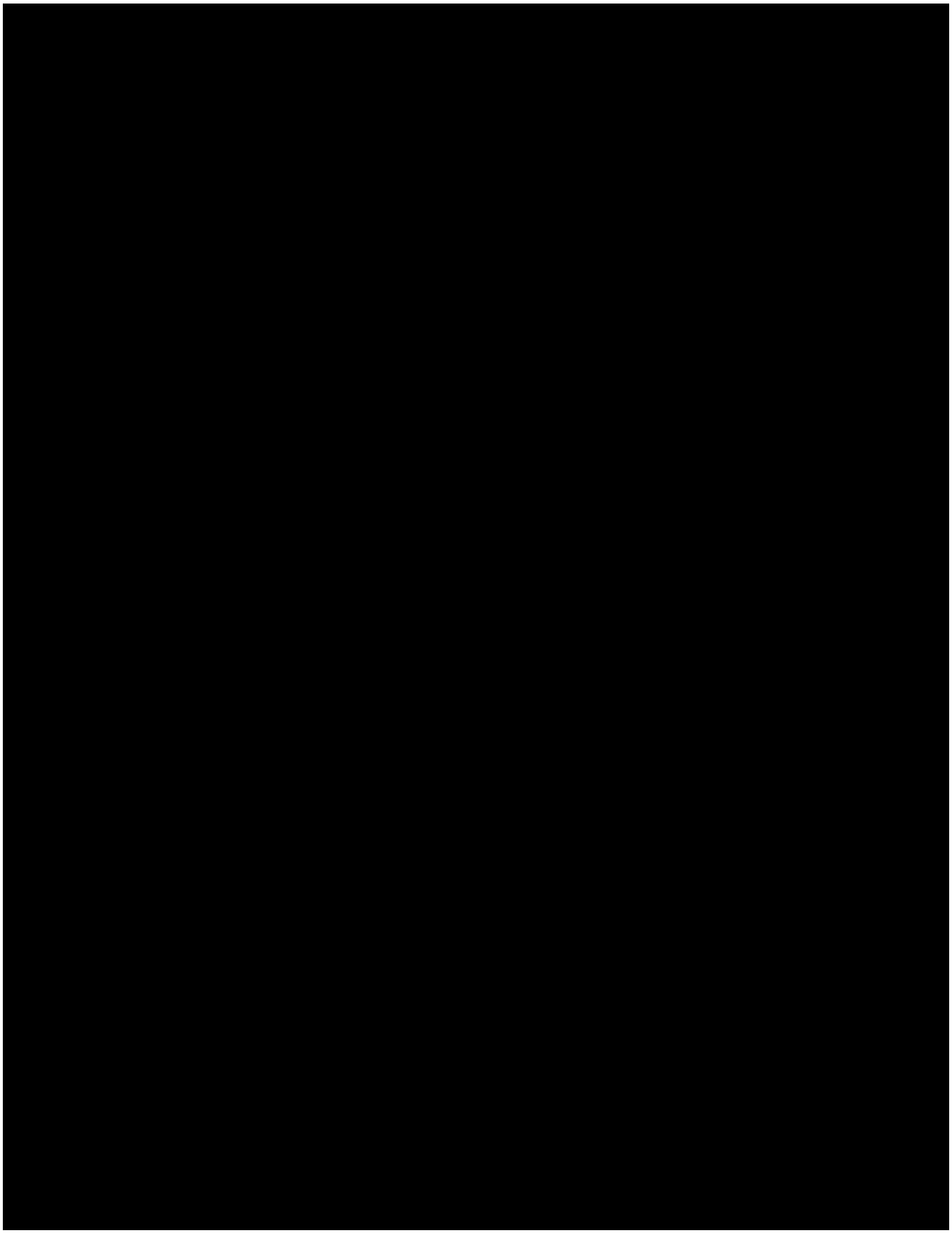
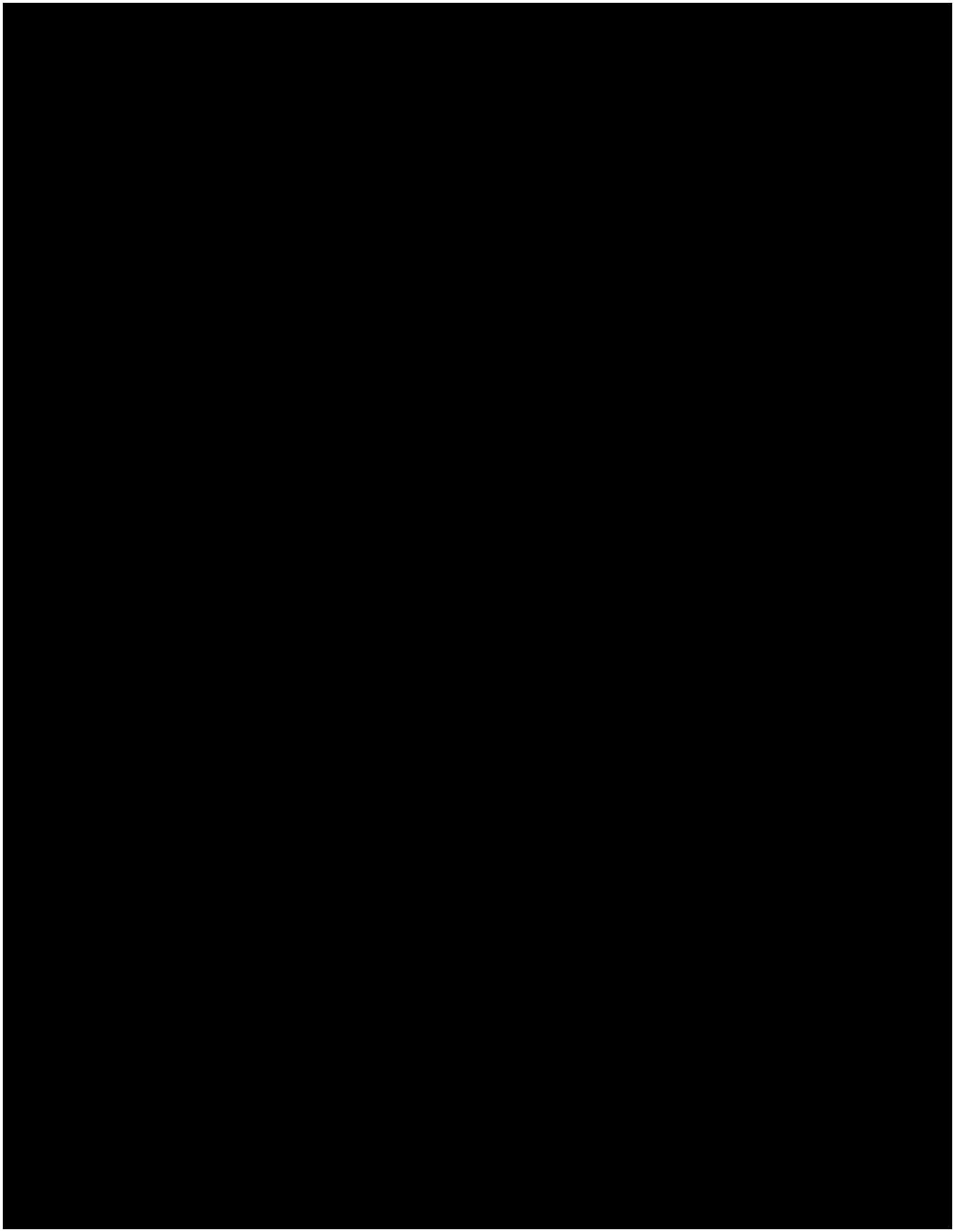
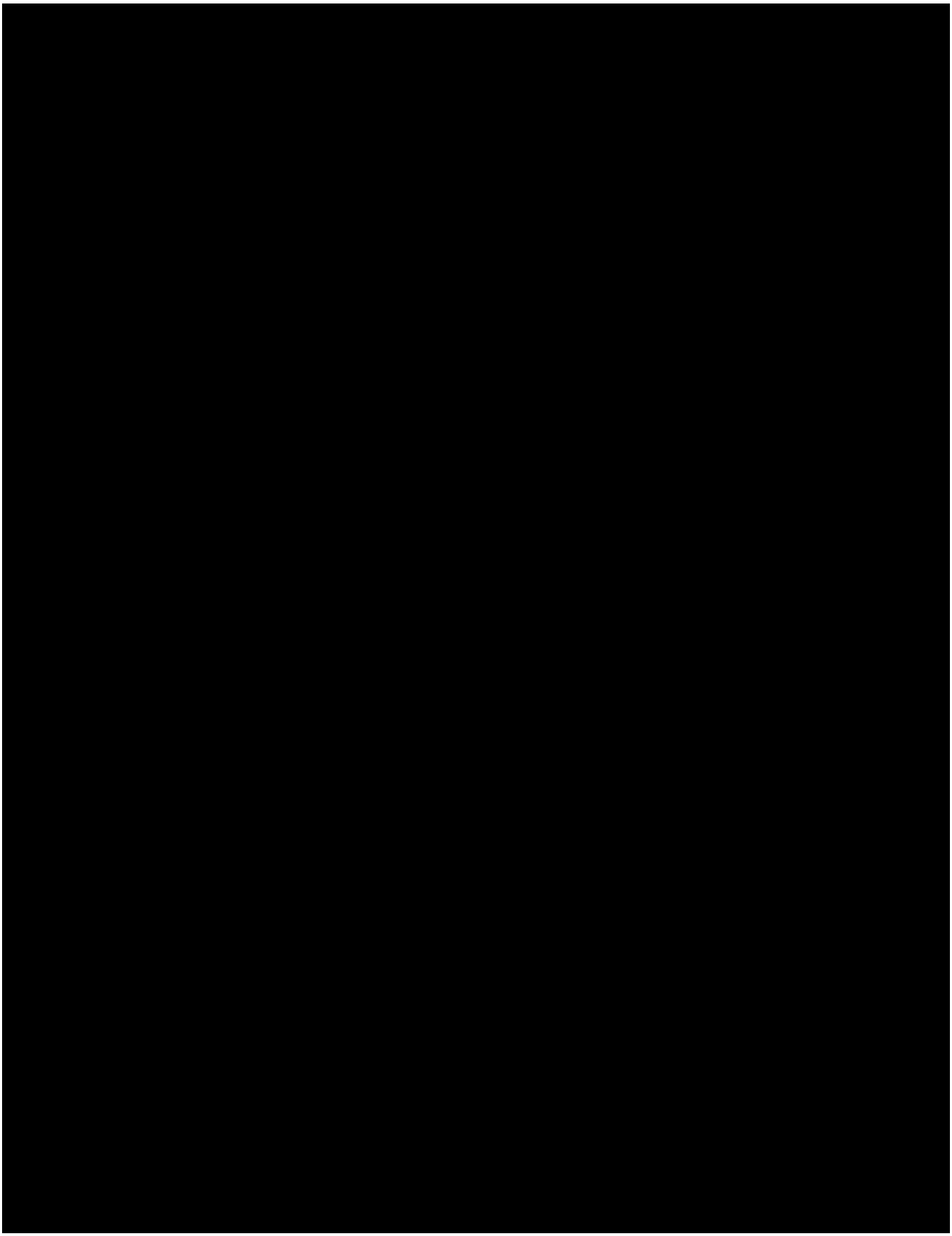
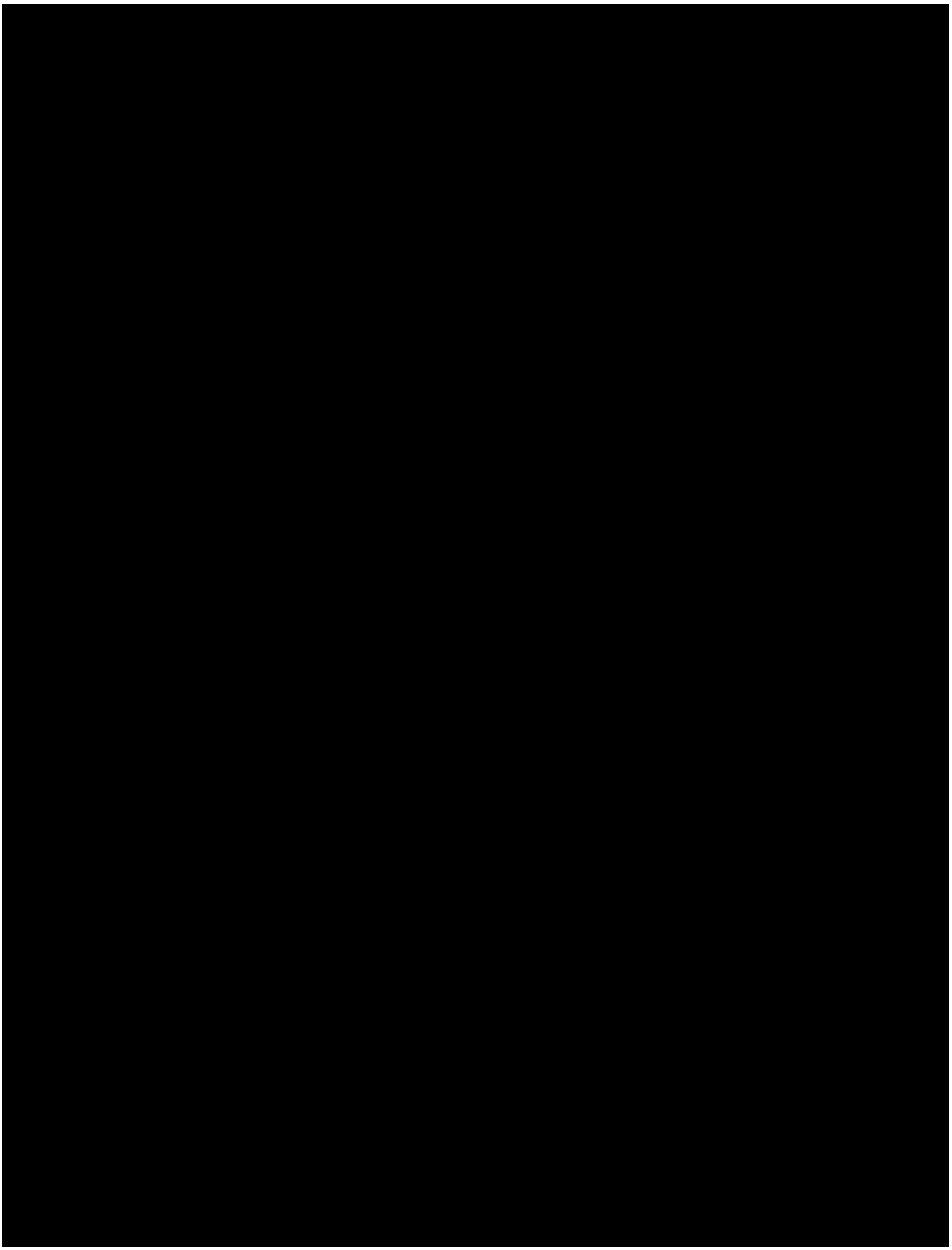


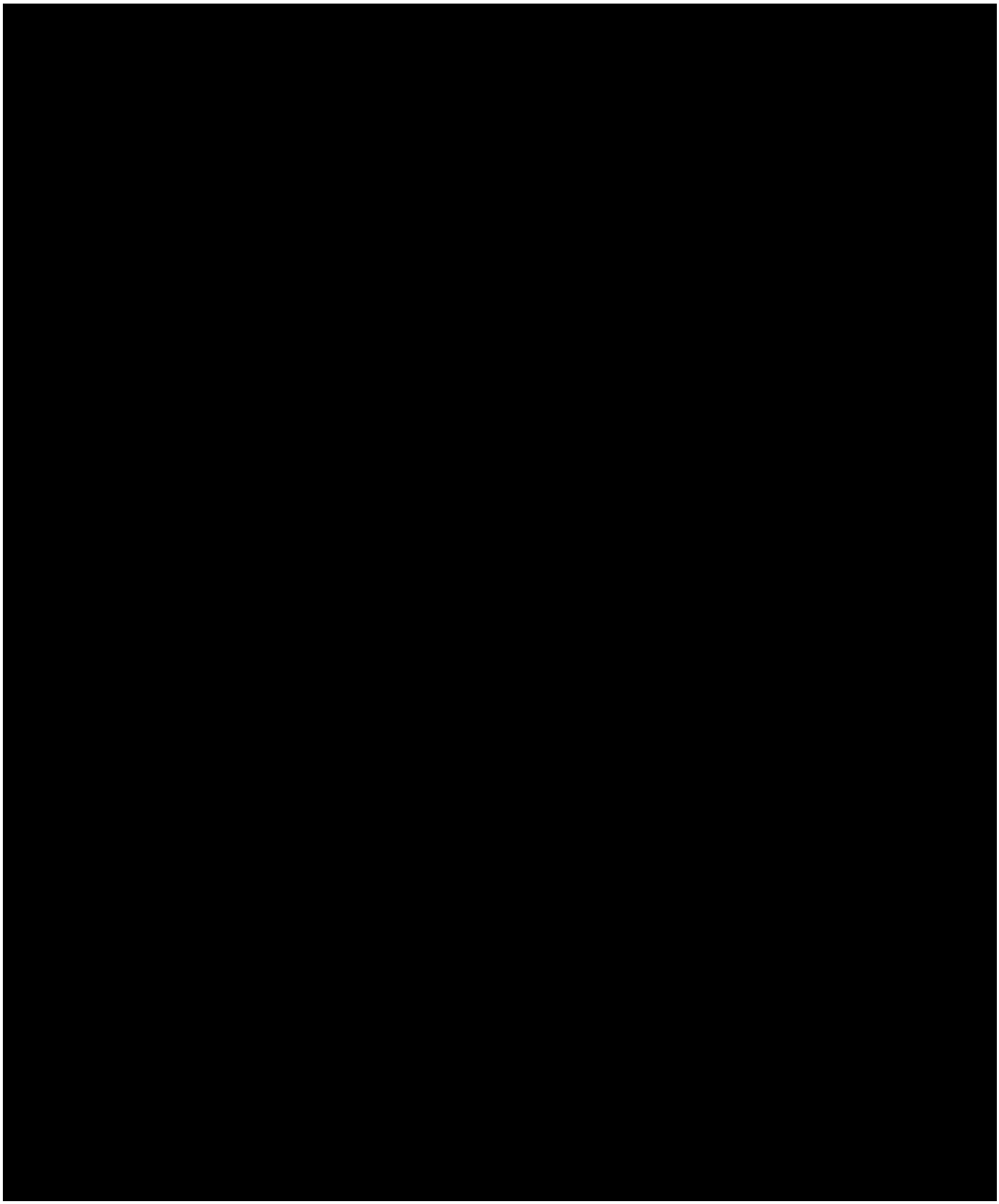


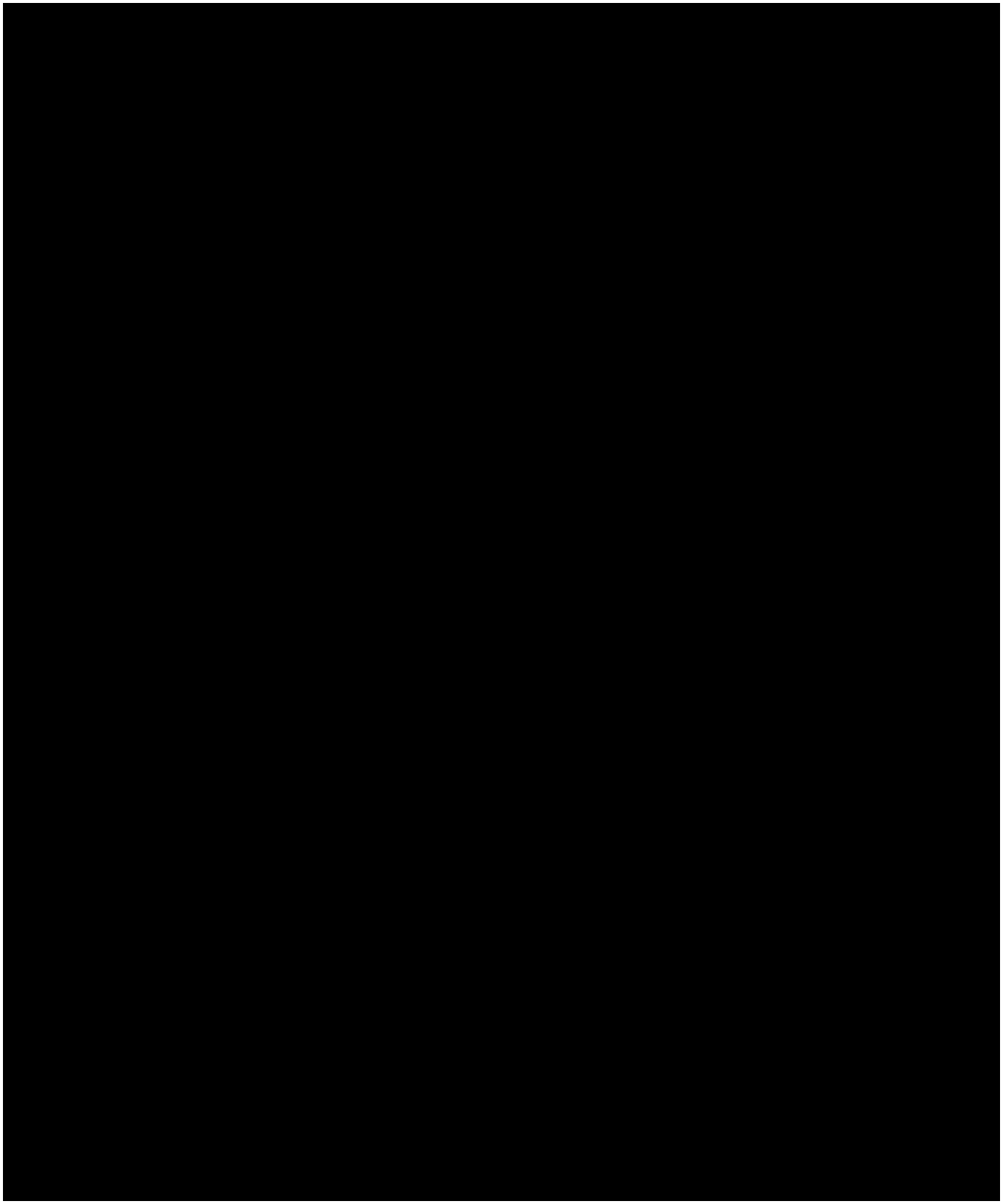


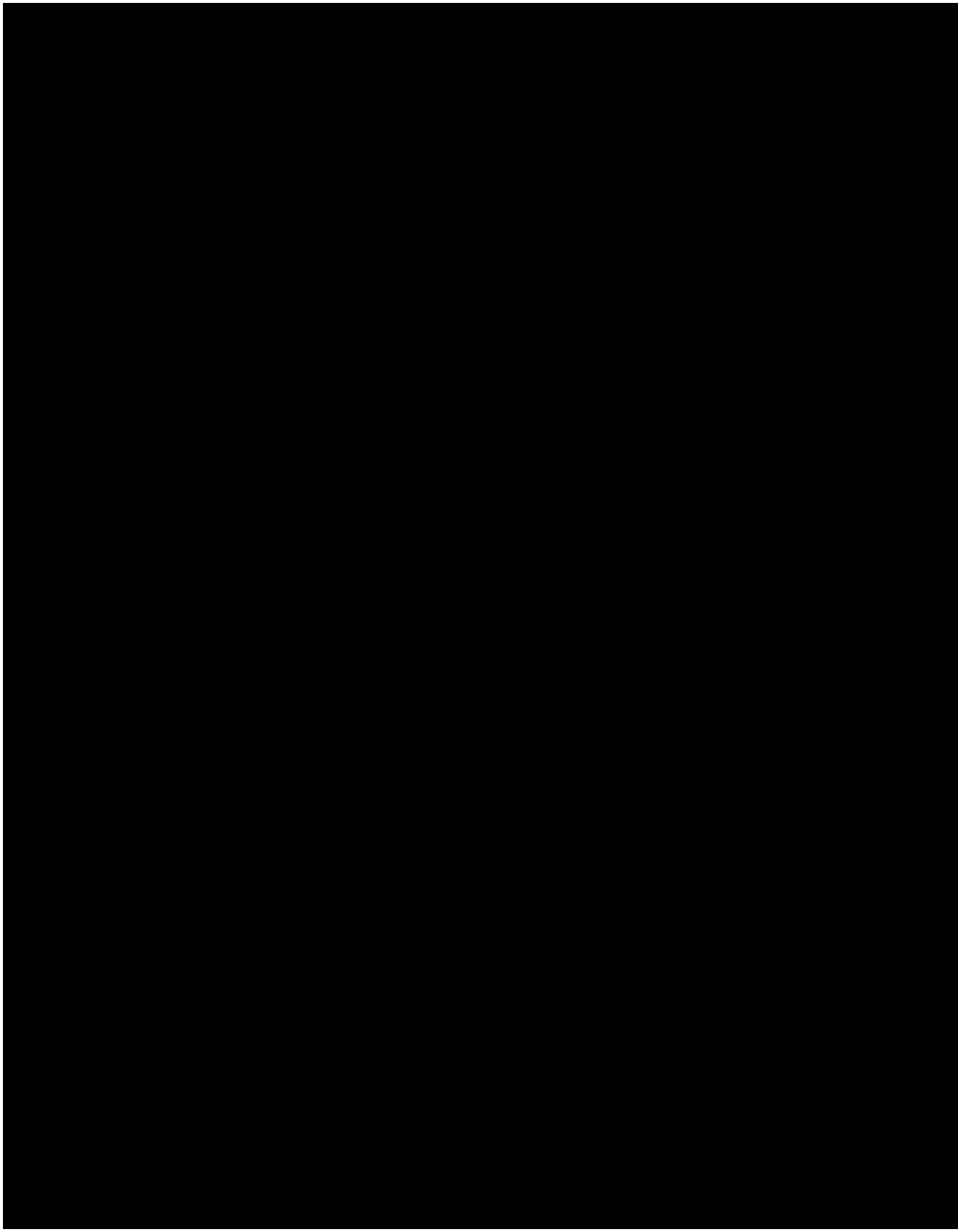


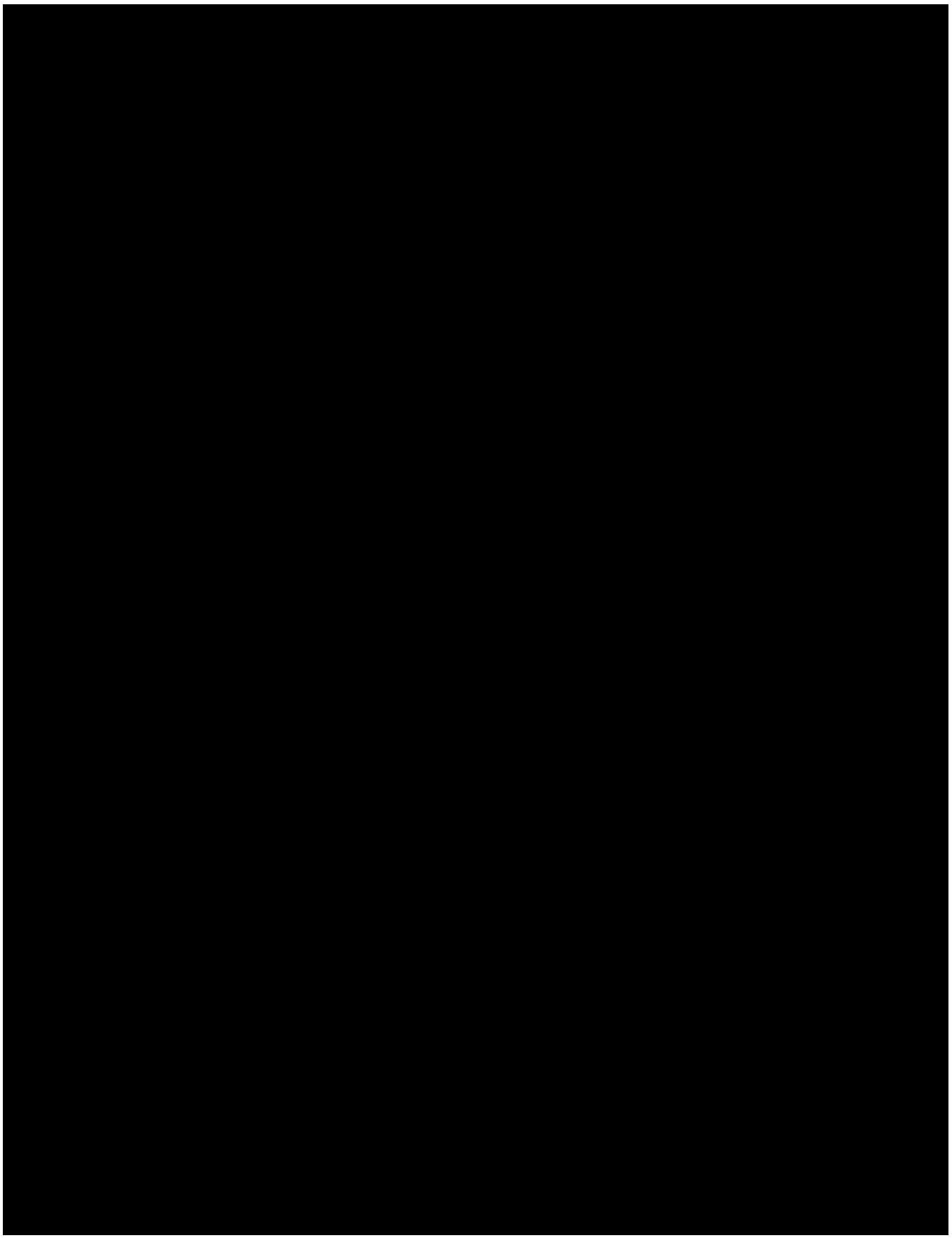




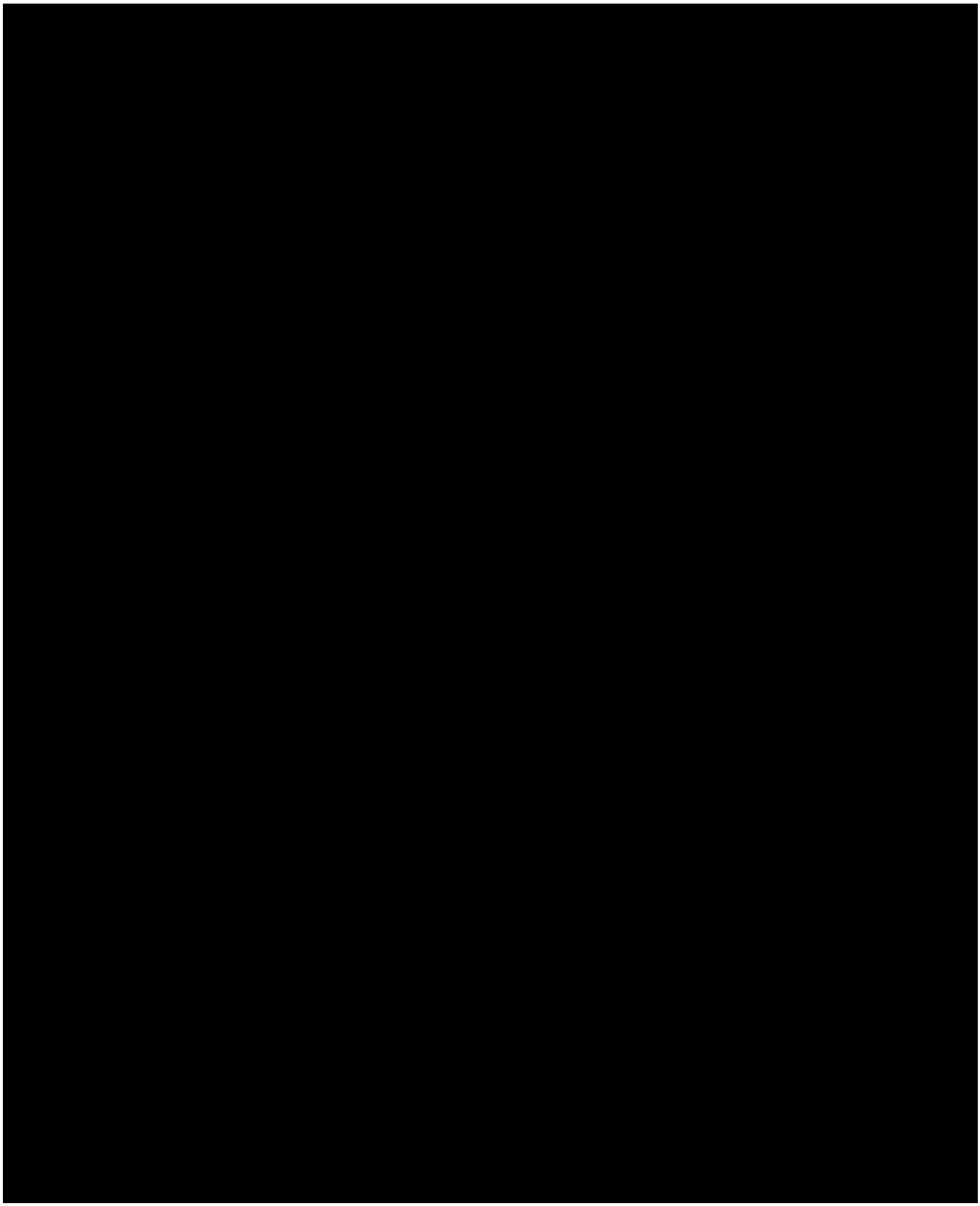




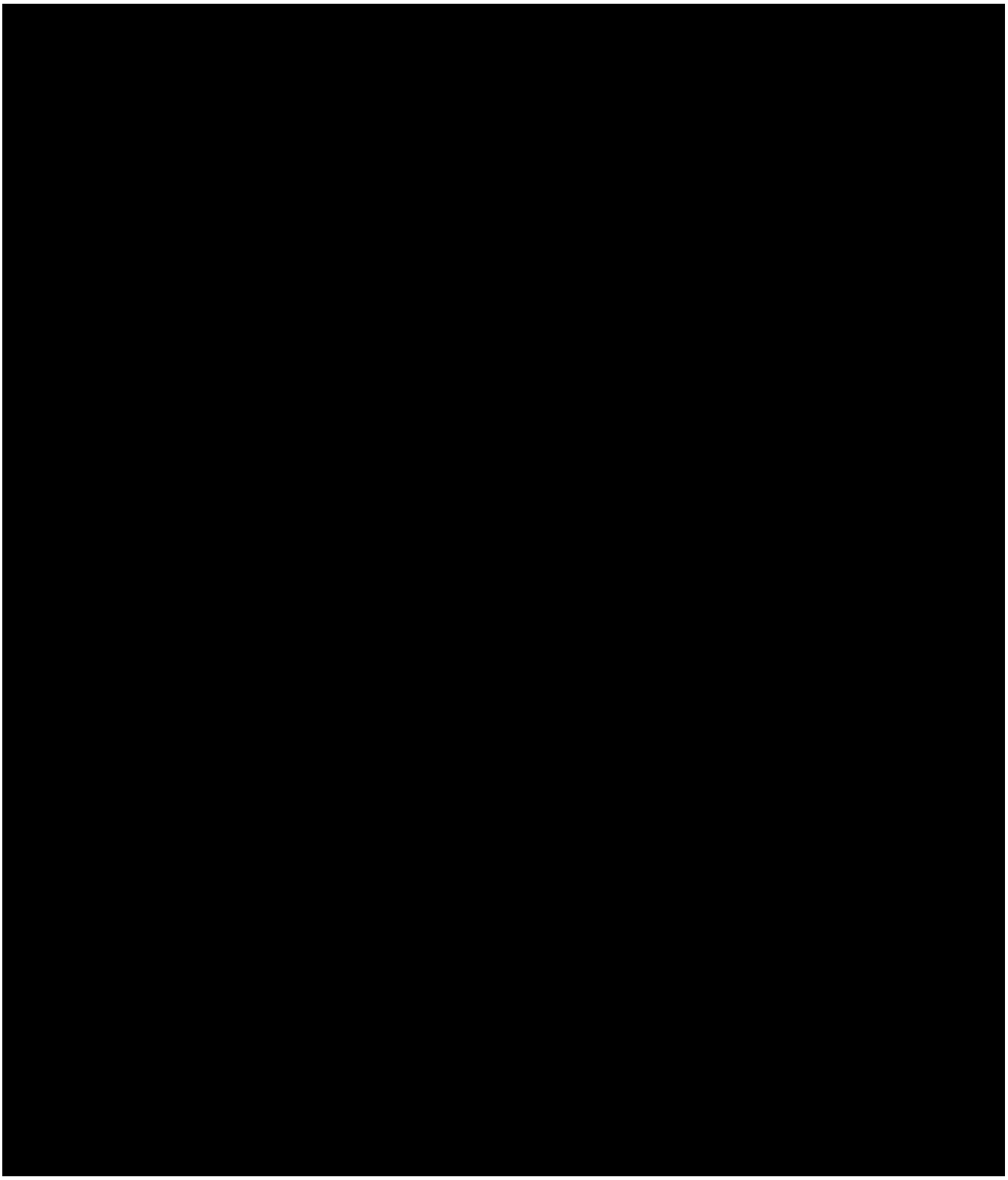


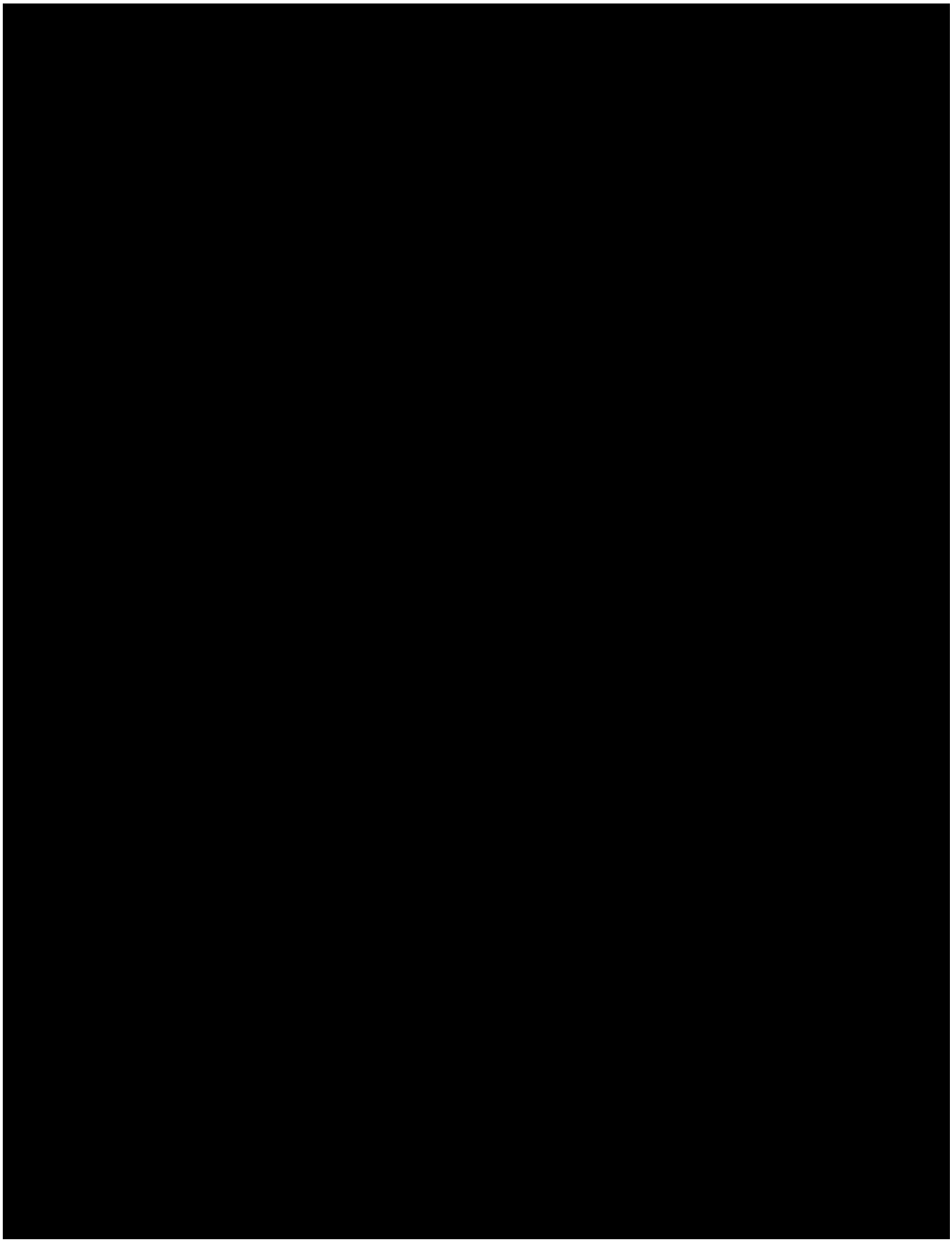


Site Assessment Plan

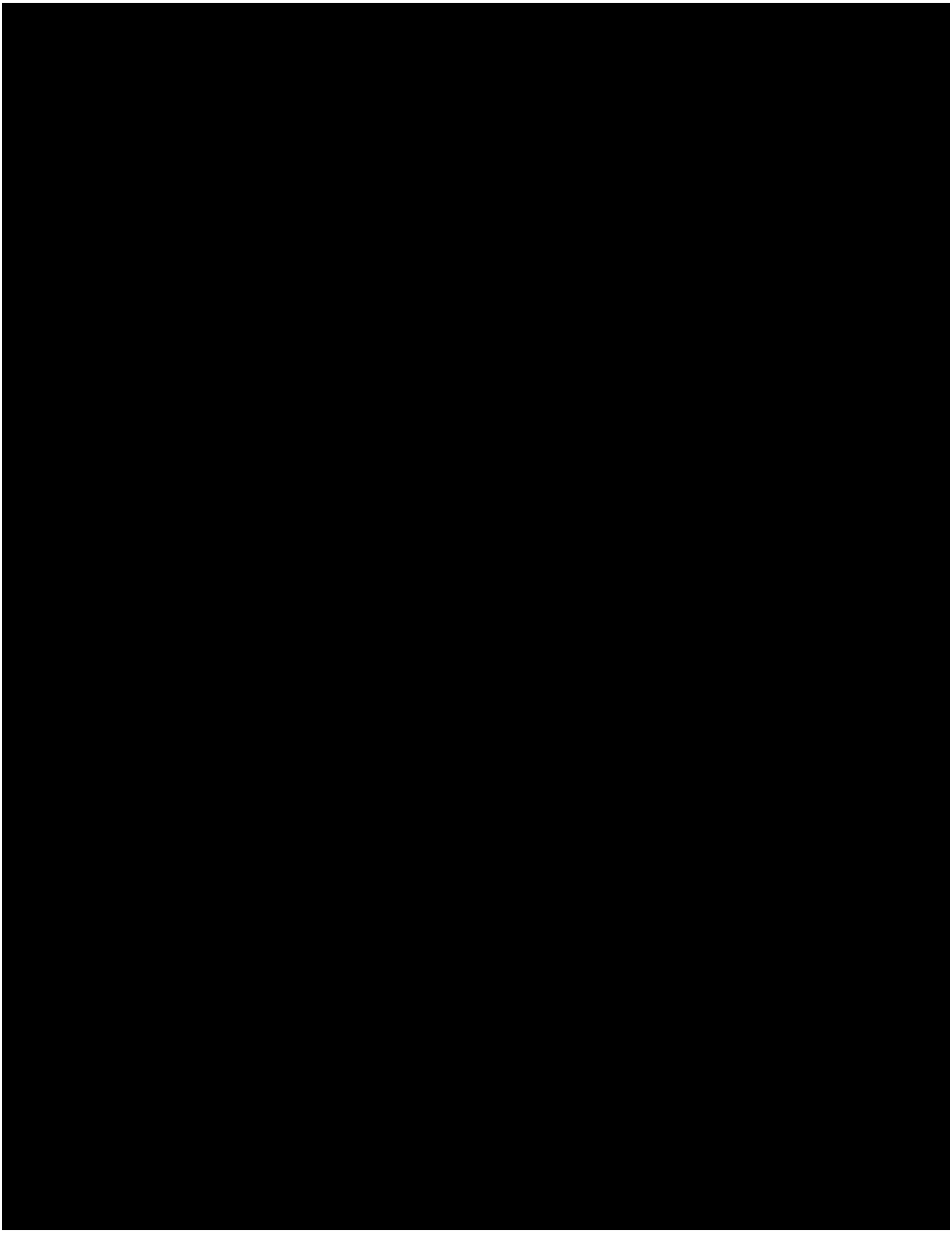


Site Assessment Plan





Site Assessment Plan



Site Assessment Plan

Appendix A: Agency Correspondence

Appendix B: Buoy Technical Details and Specifications

Appendix C: Vessel Specifications

Appendix D: Example Health, Safety, and Environmental Plan

Appendix E: Marine Site Characterization Report

Appendix F: Benthic Report

Appendix G: Air Emissions Calculator

Appendix H: Marine Archaeological Resources Assessment

Appendix I: National Marine Fisheries Service Consultation Letter (June 29, 2021)

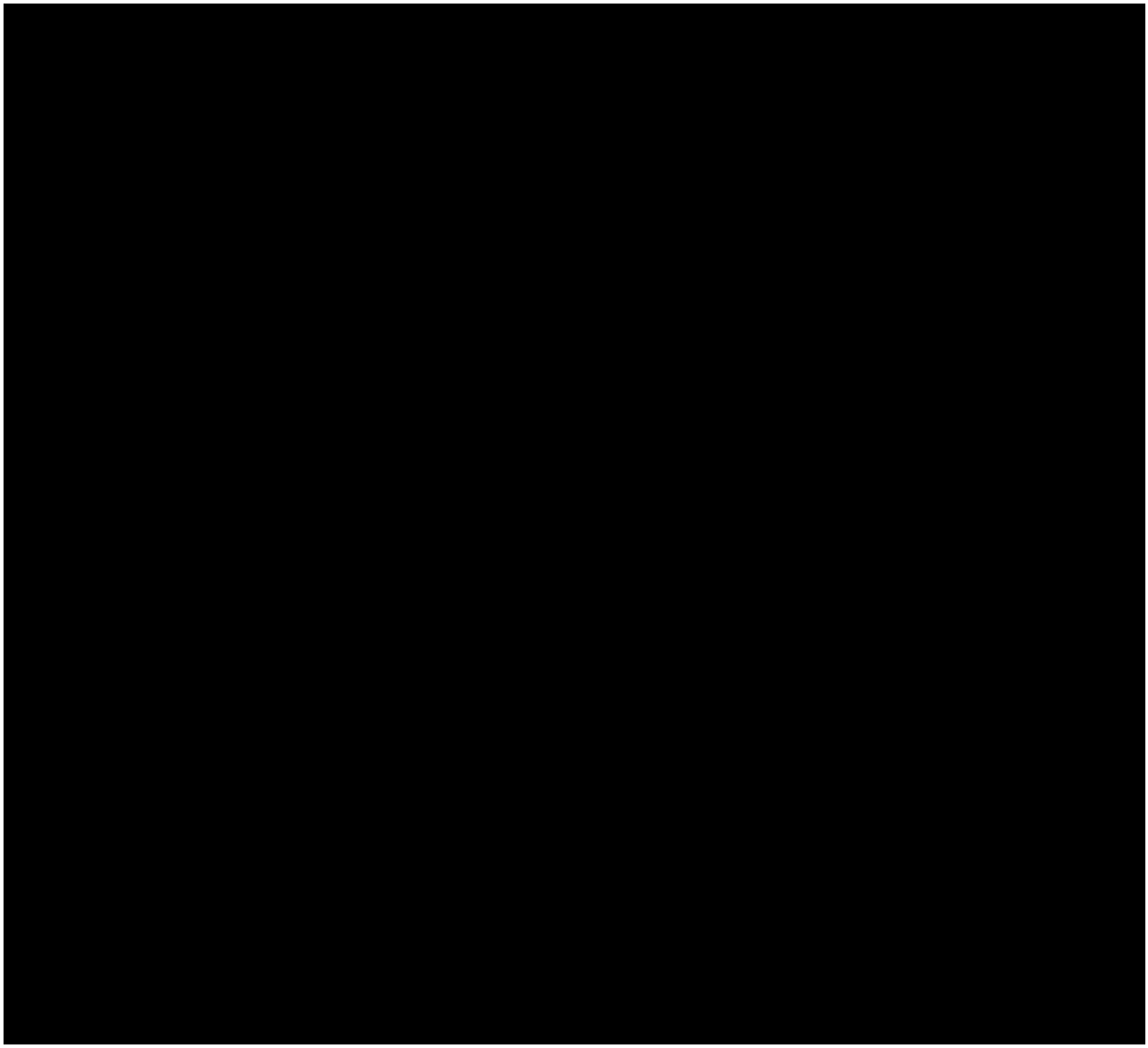
Appendix J: Basis for Design Data – Preliminary Metocean Design Criteria

Attachment 6.2-D SAP Approval

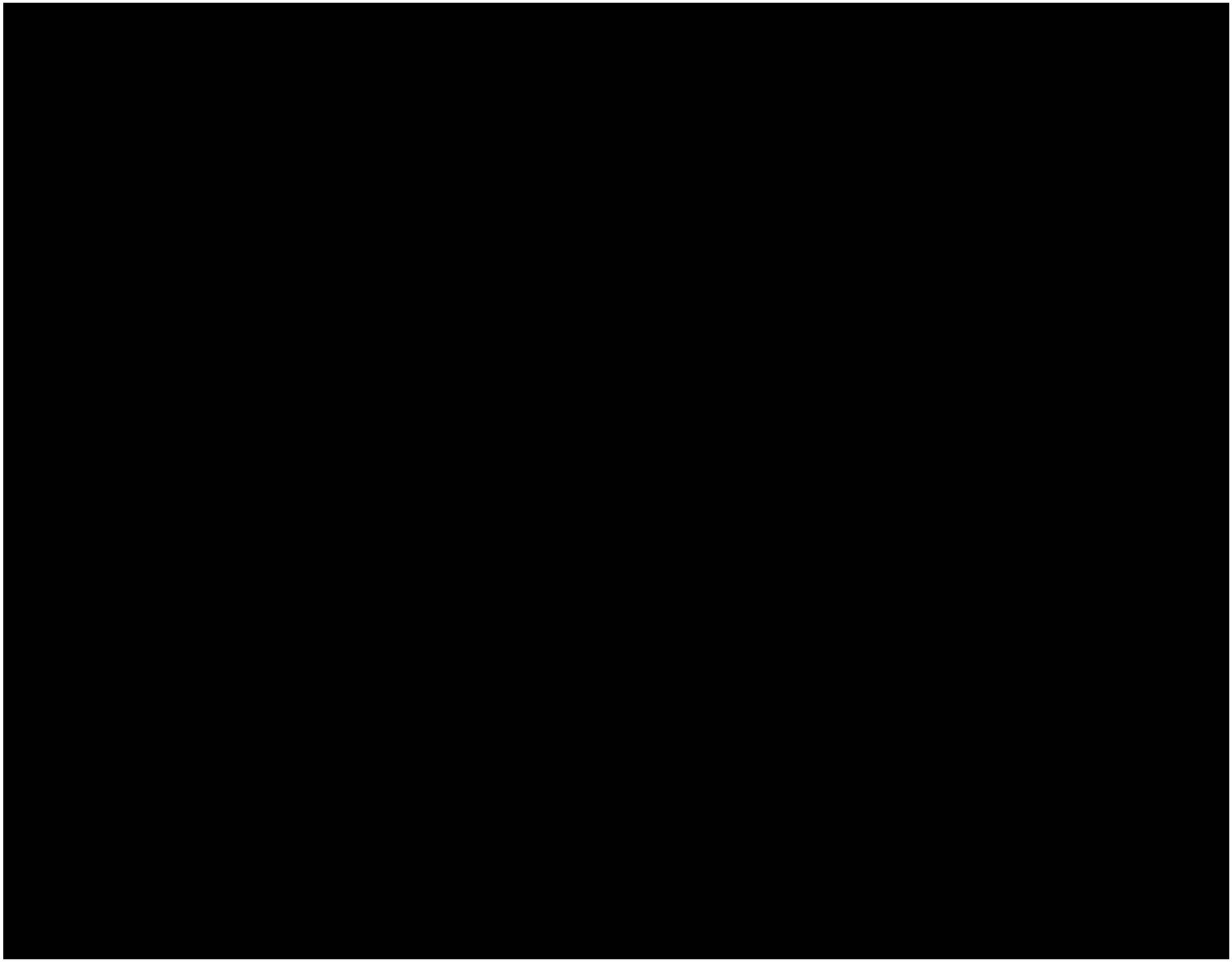
United States Department of the Interior

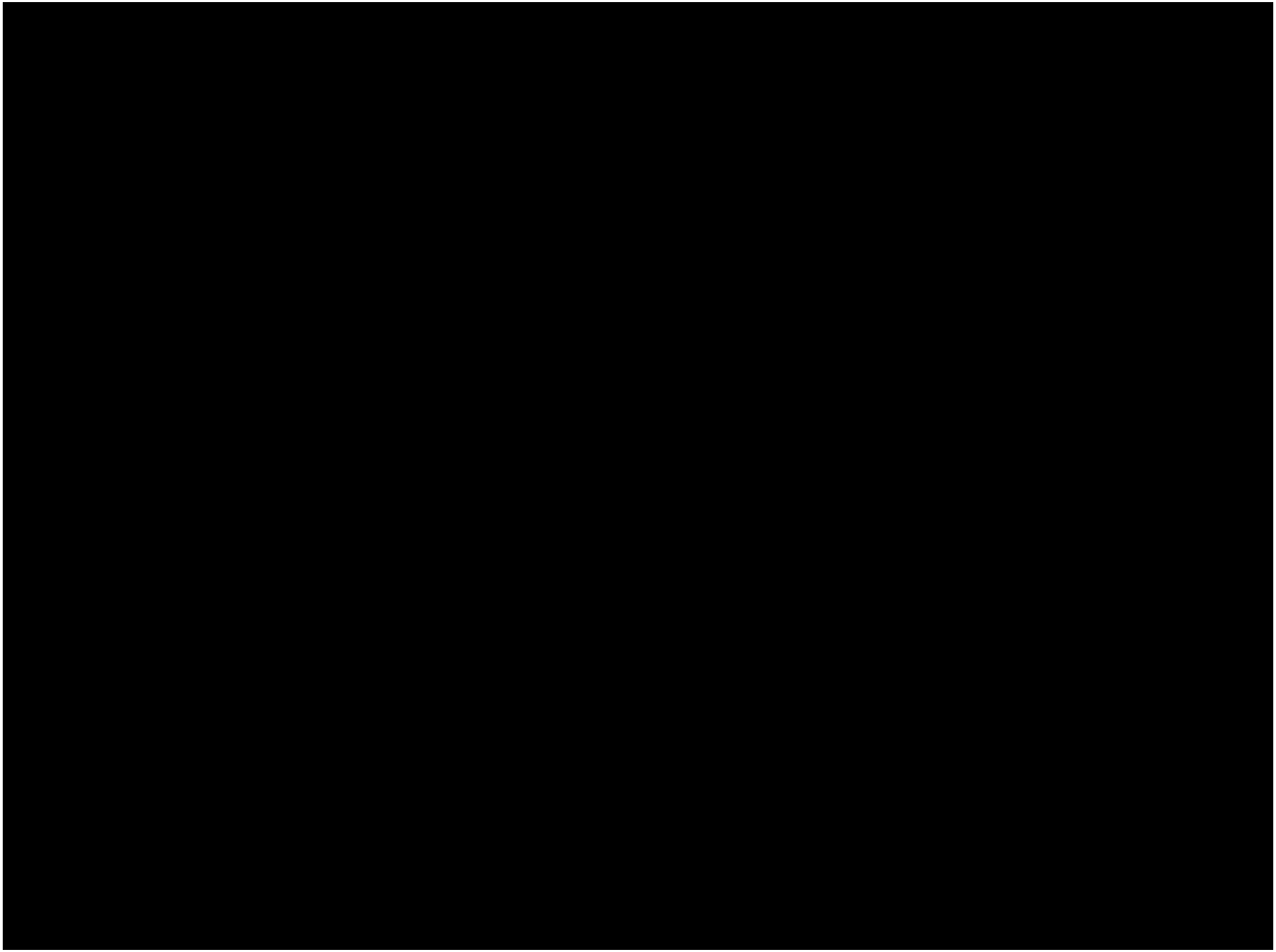
BUREAU OF OCEAN ENERGY MANAGEMENT
WASHINGTON, DC 20240-0001

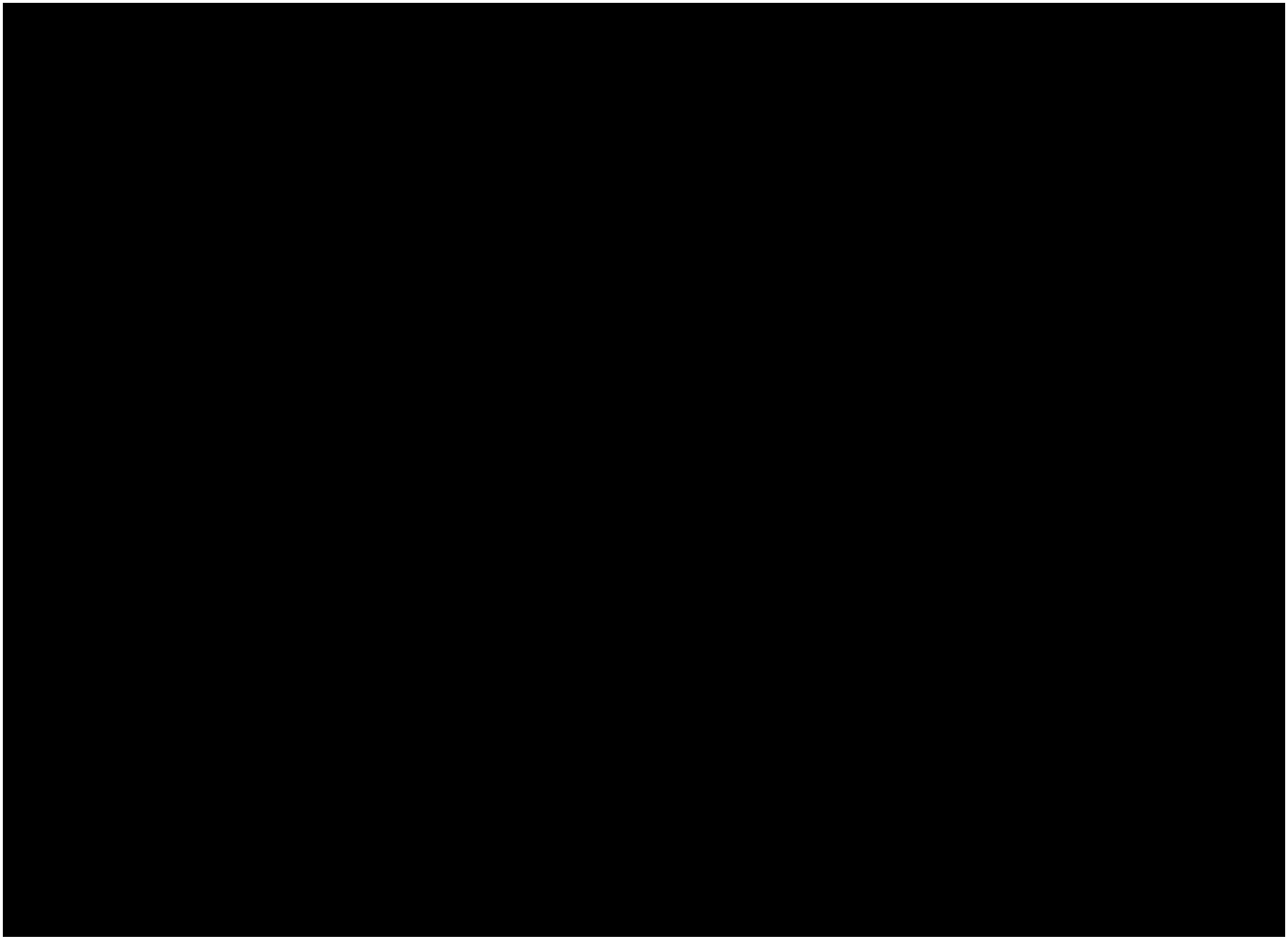
[redacted]

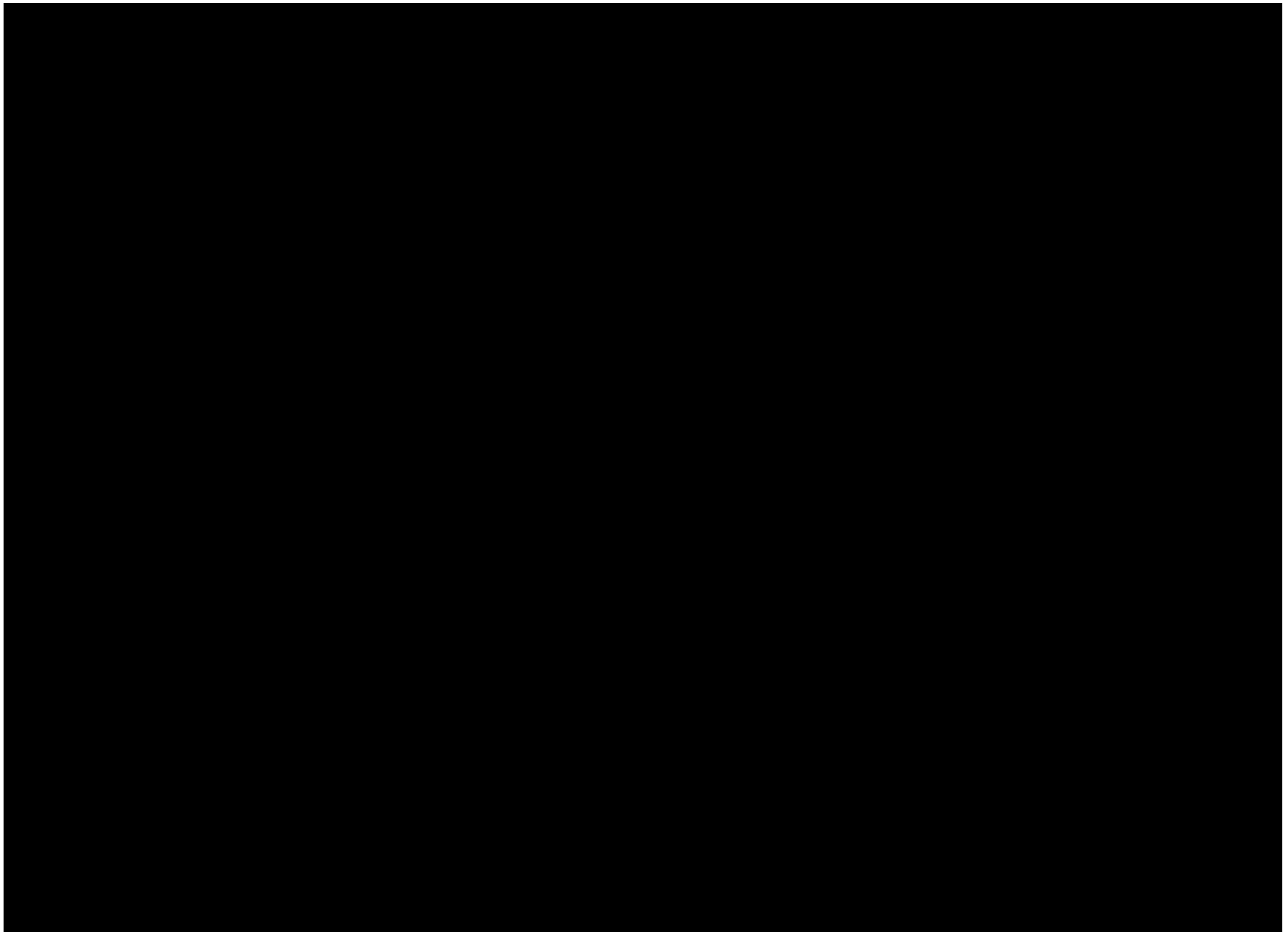


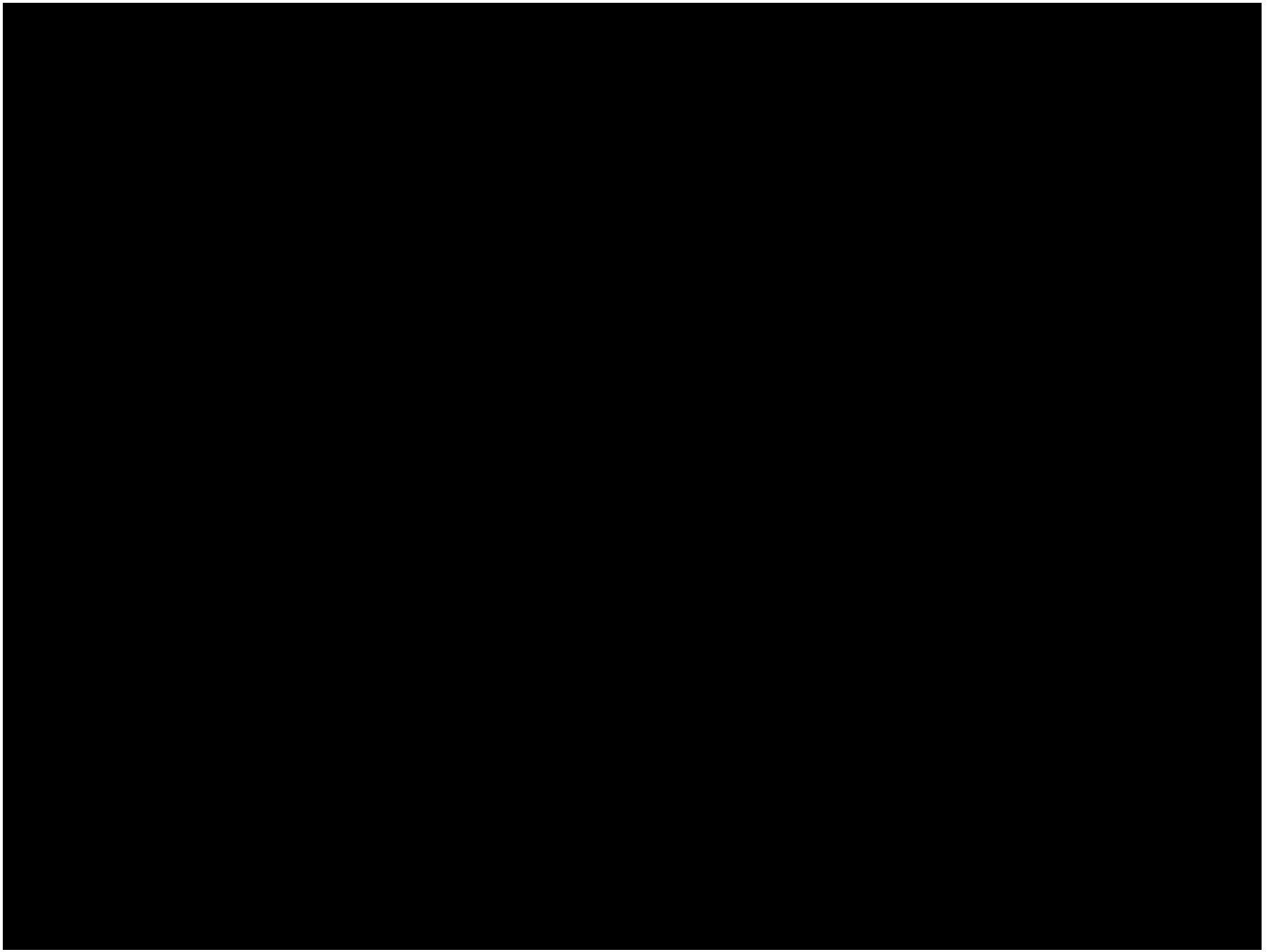
Attachment 6.2-E Project Permit Overview

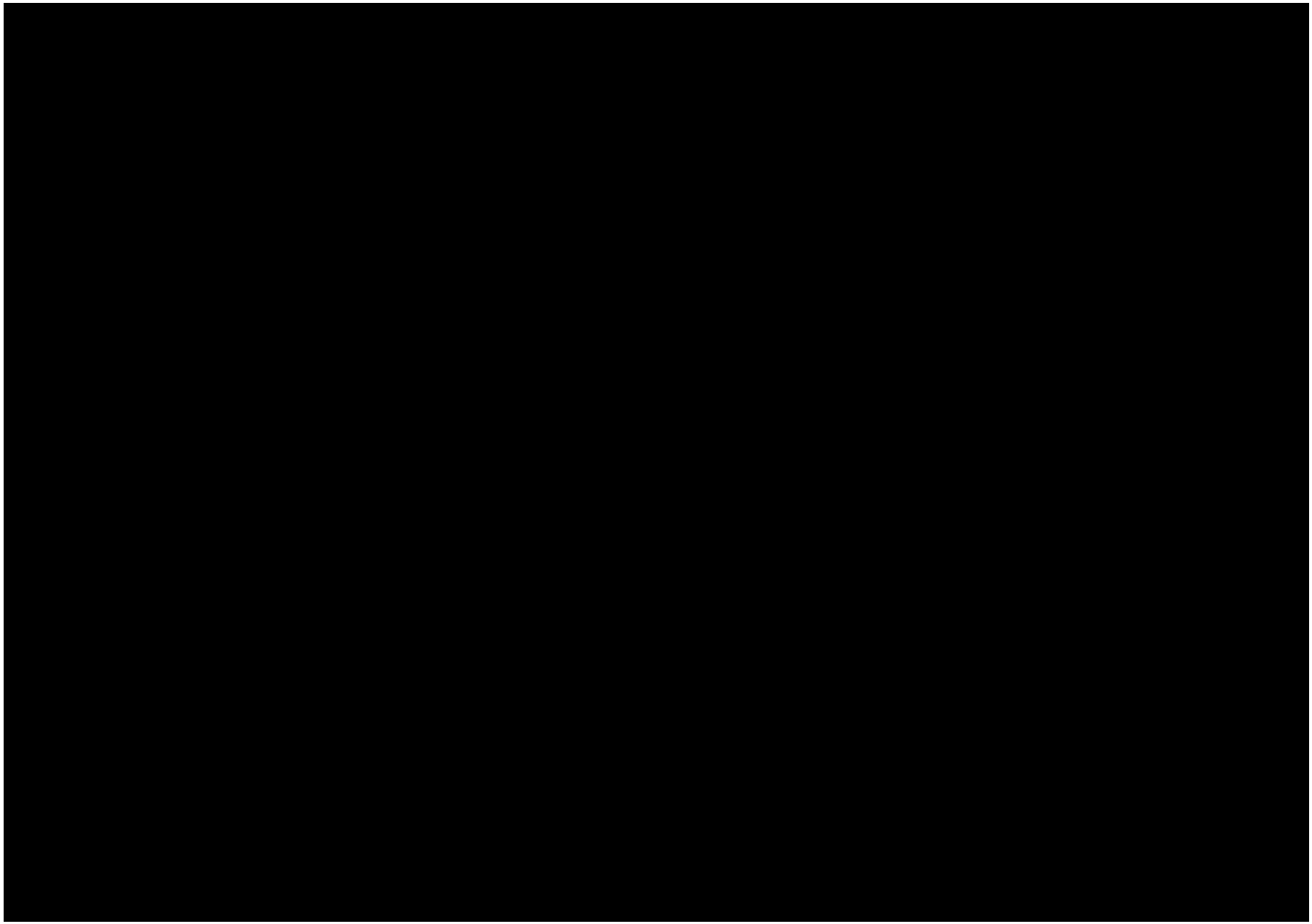


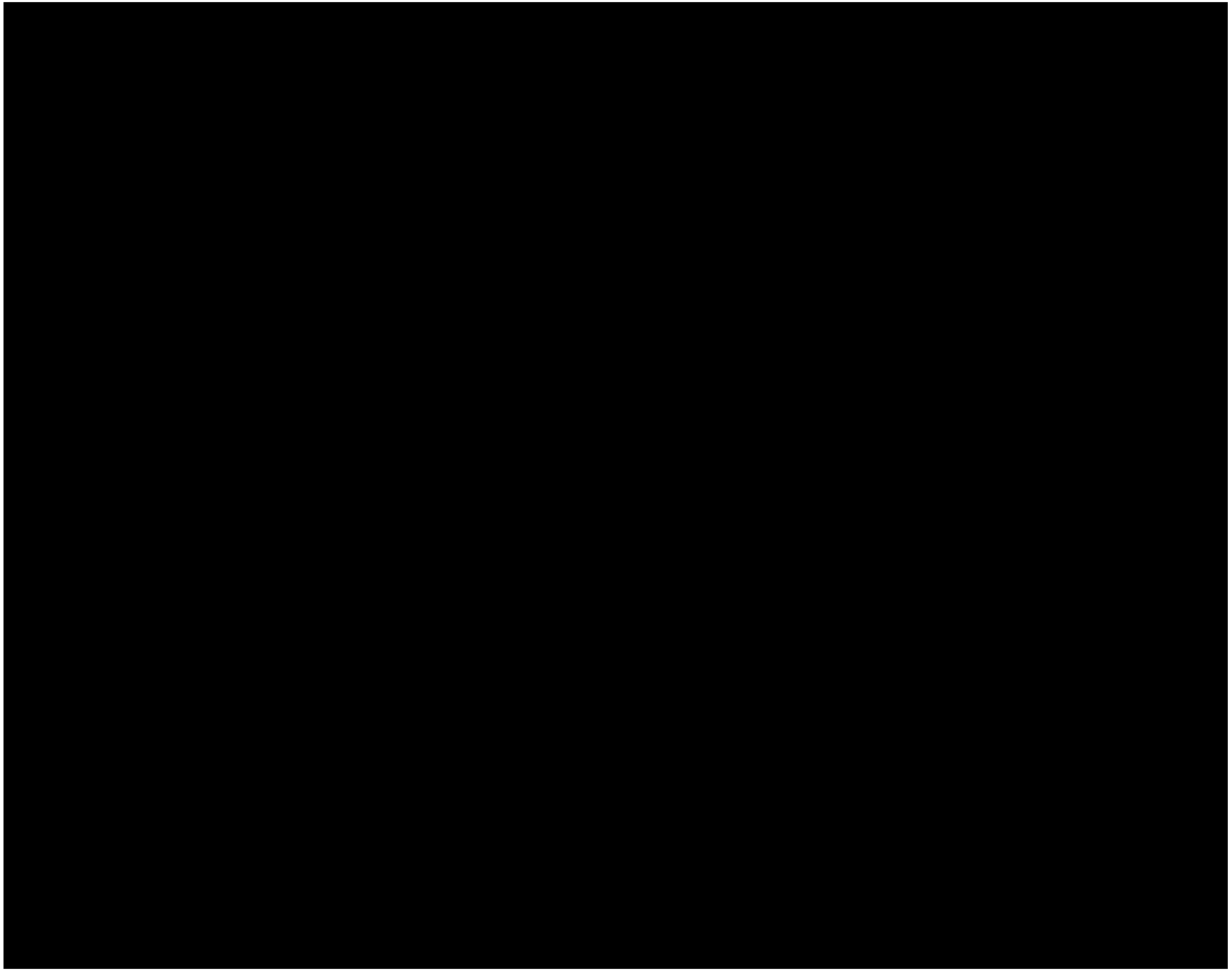


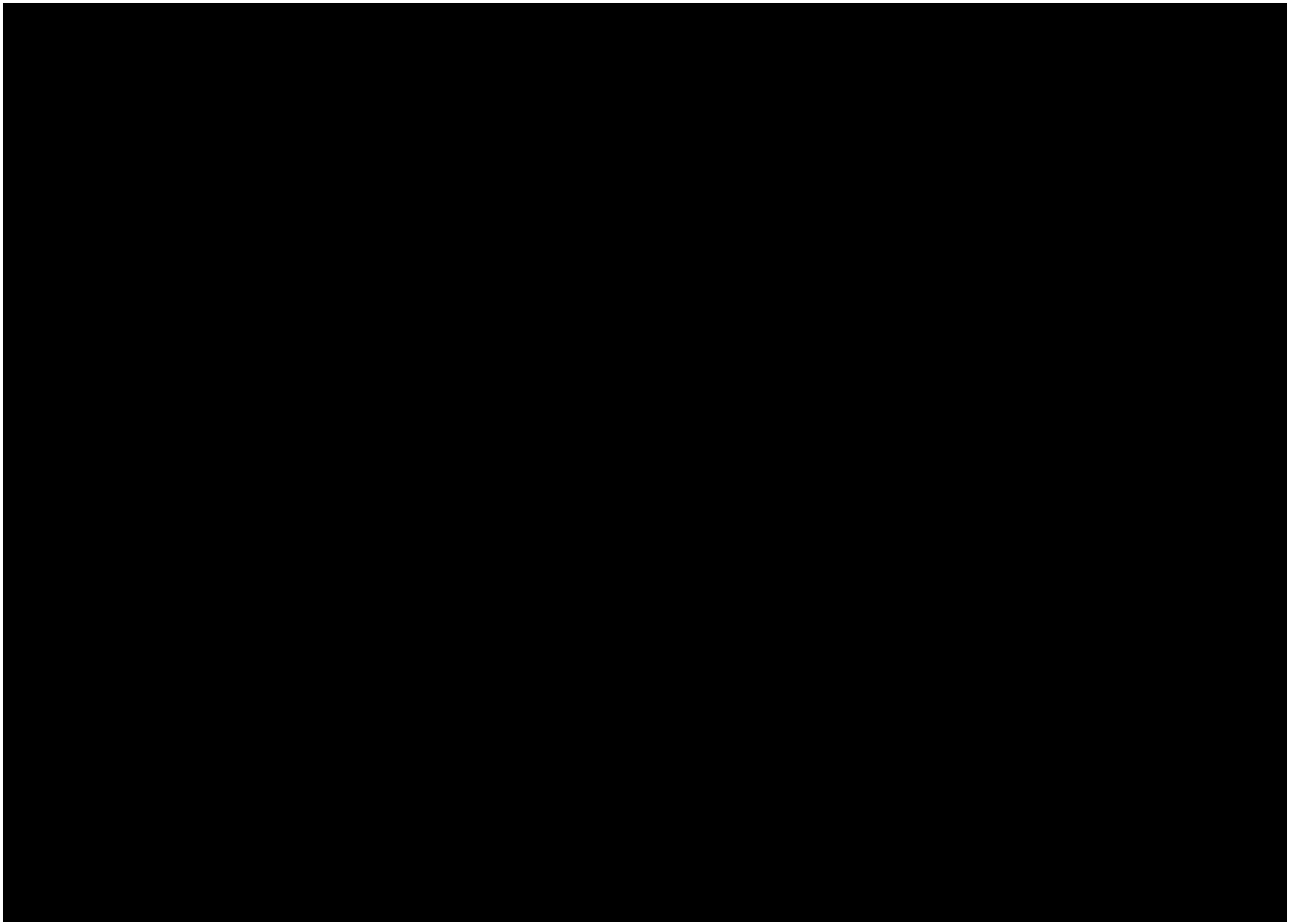


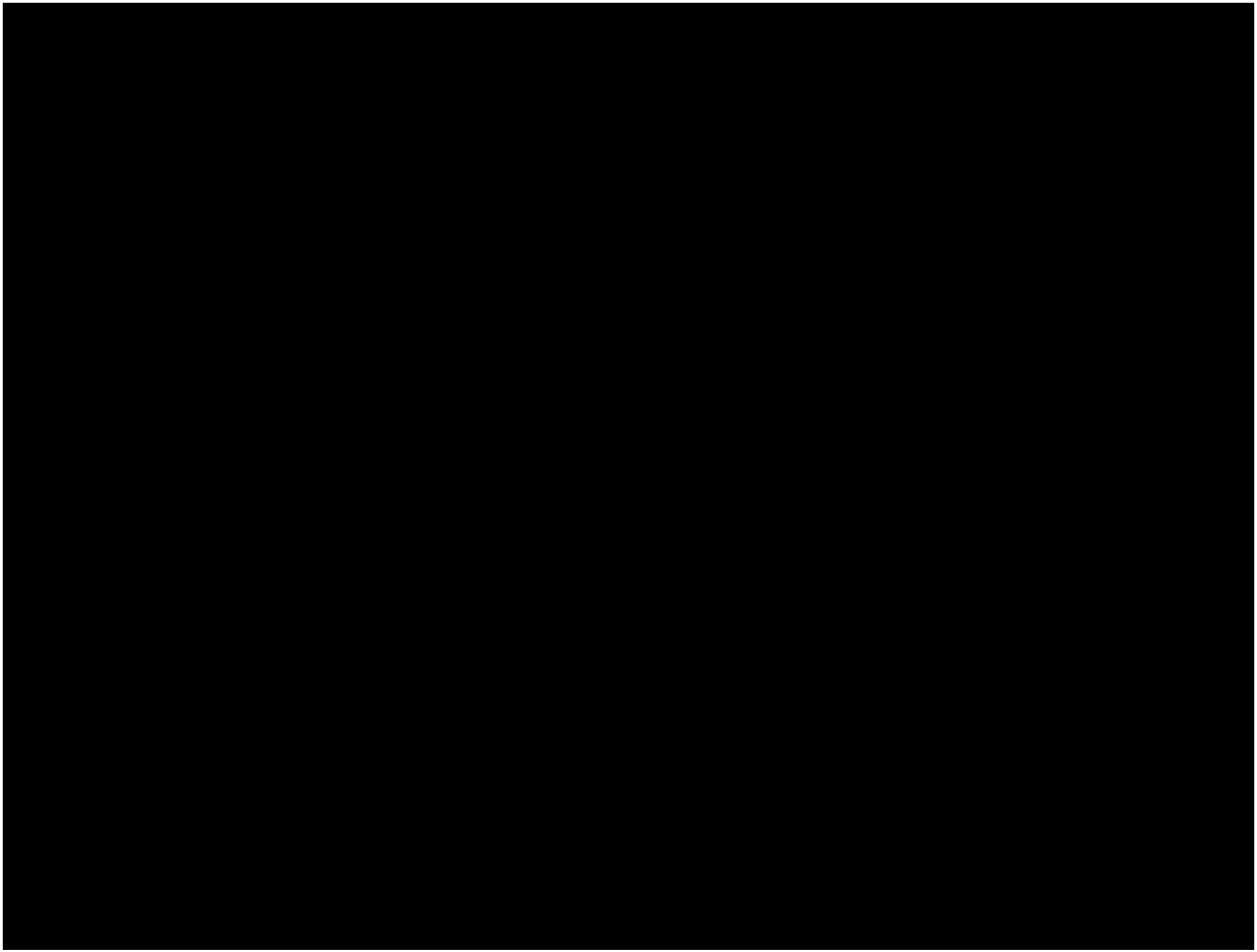


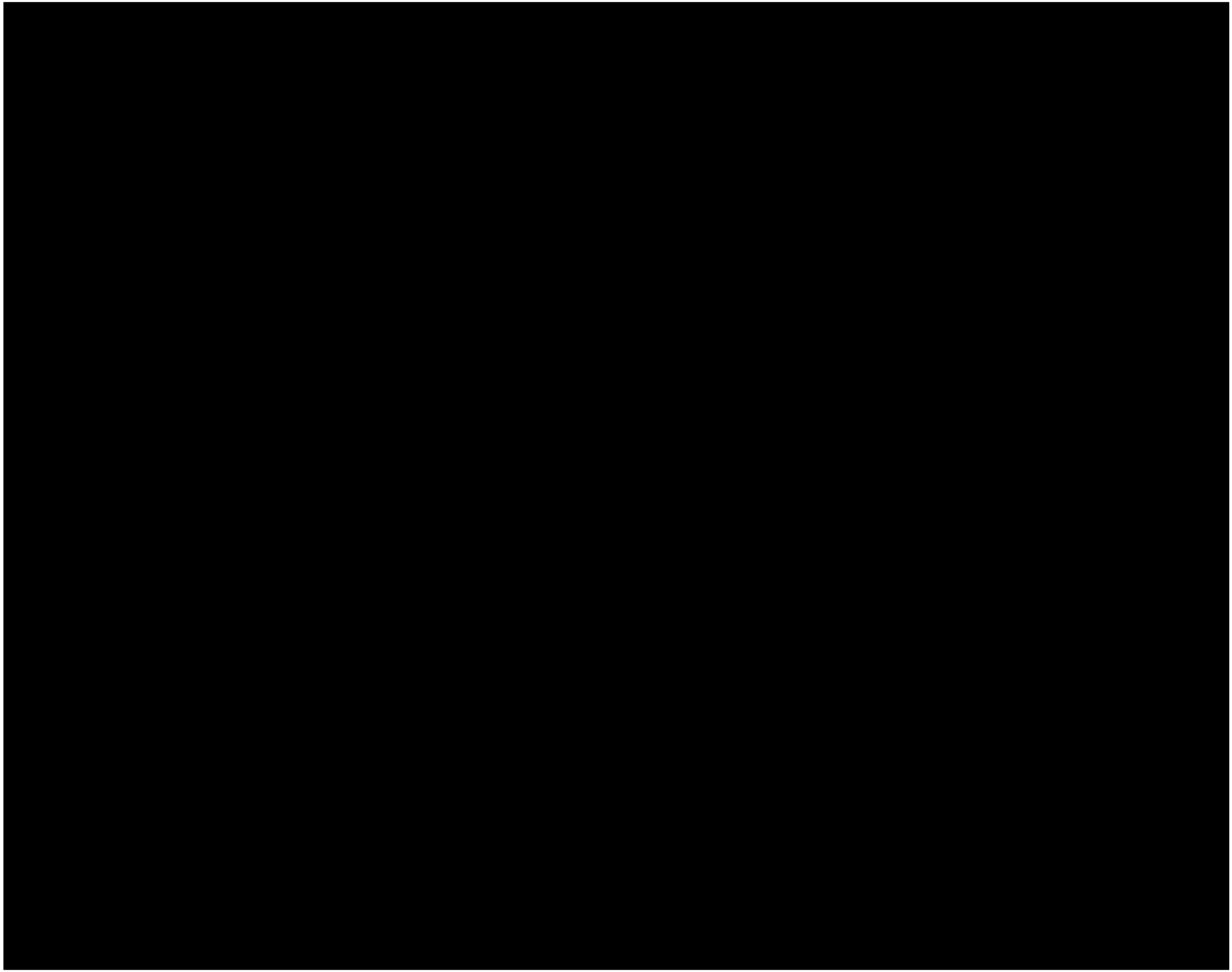


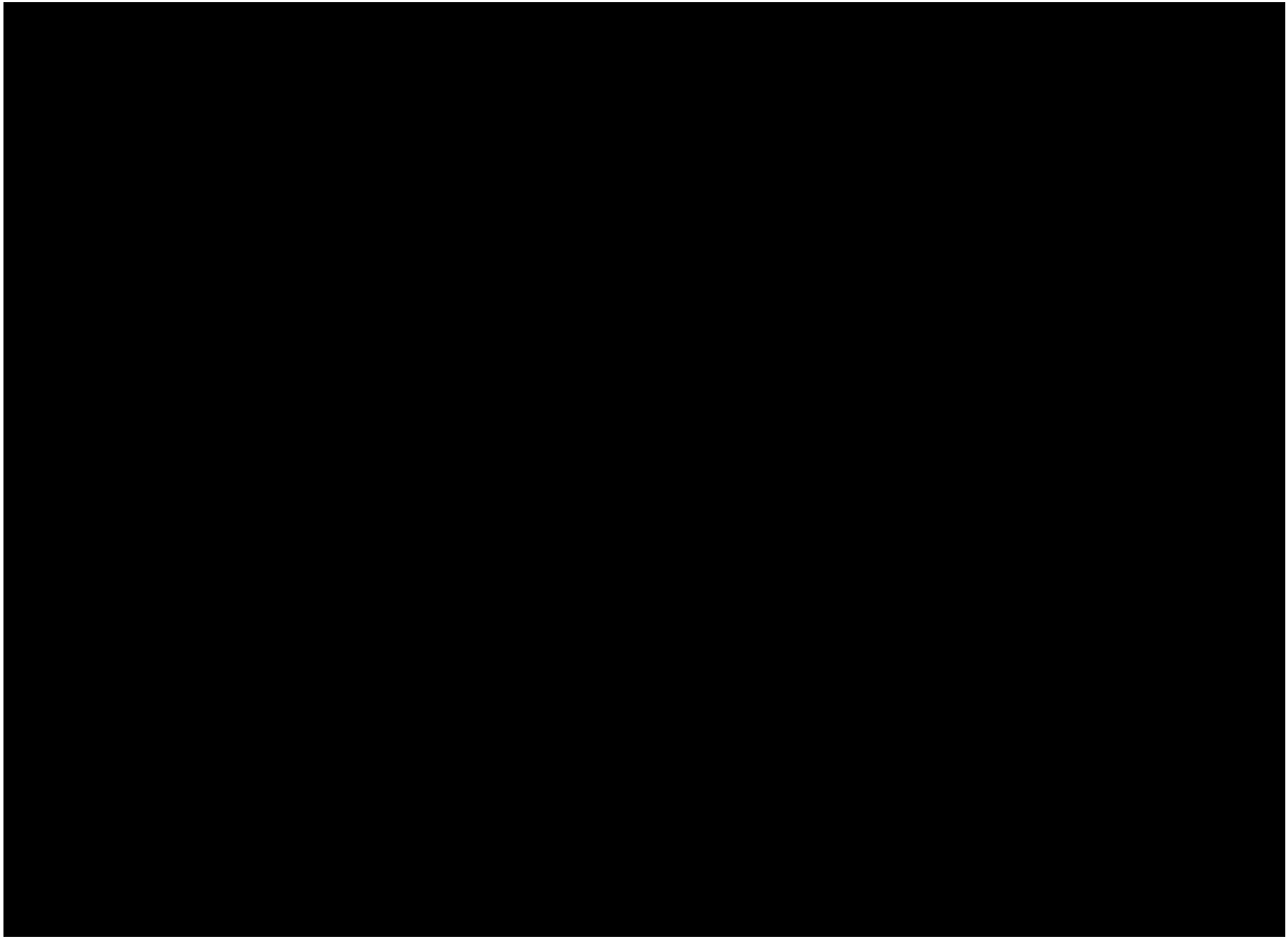


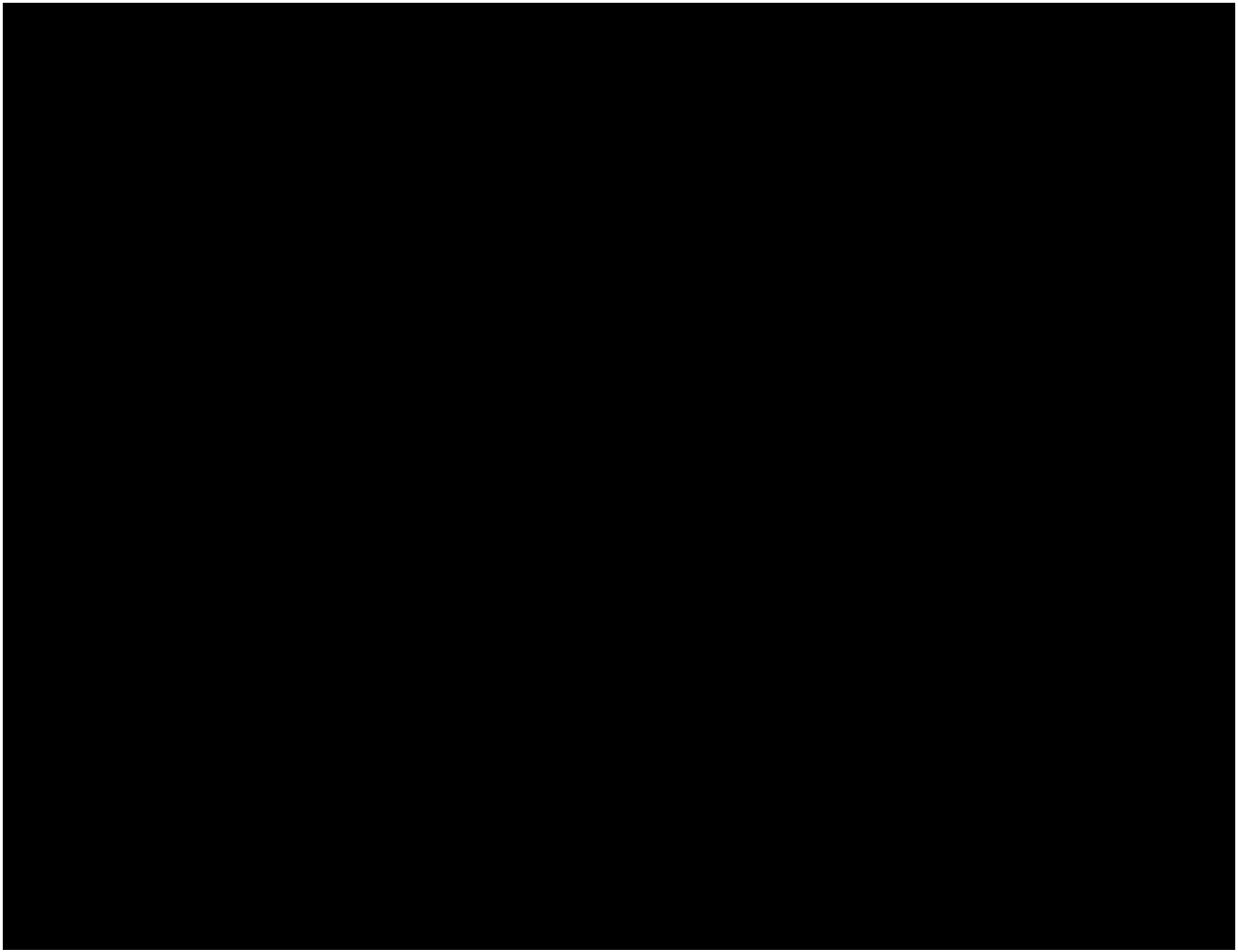


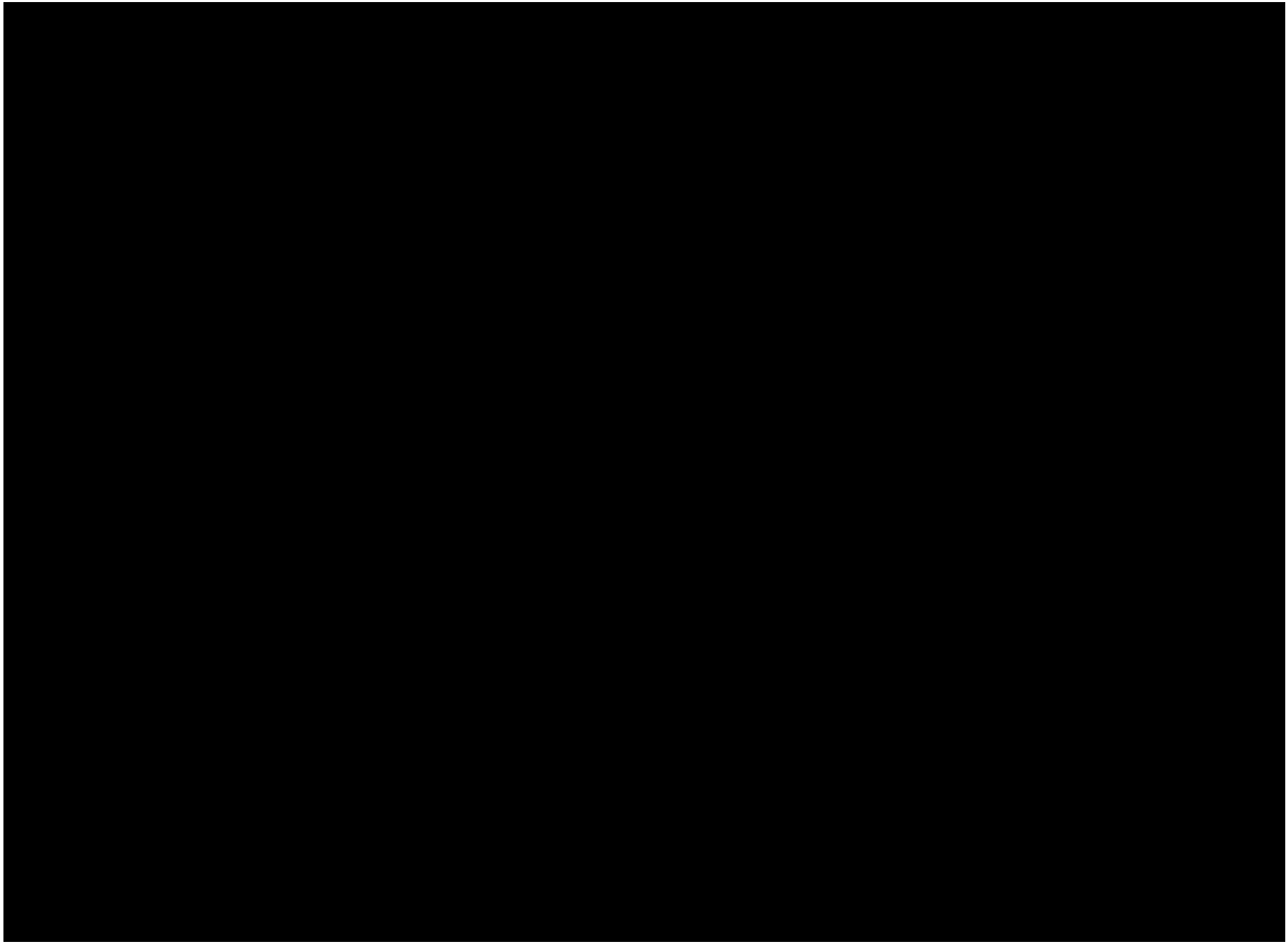


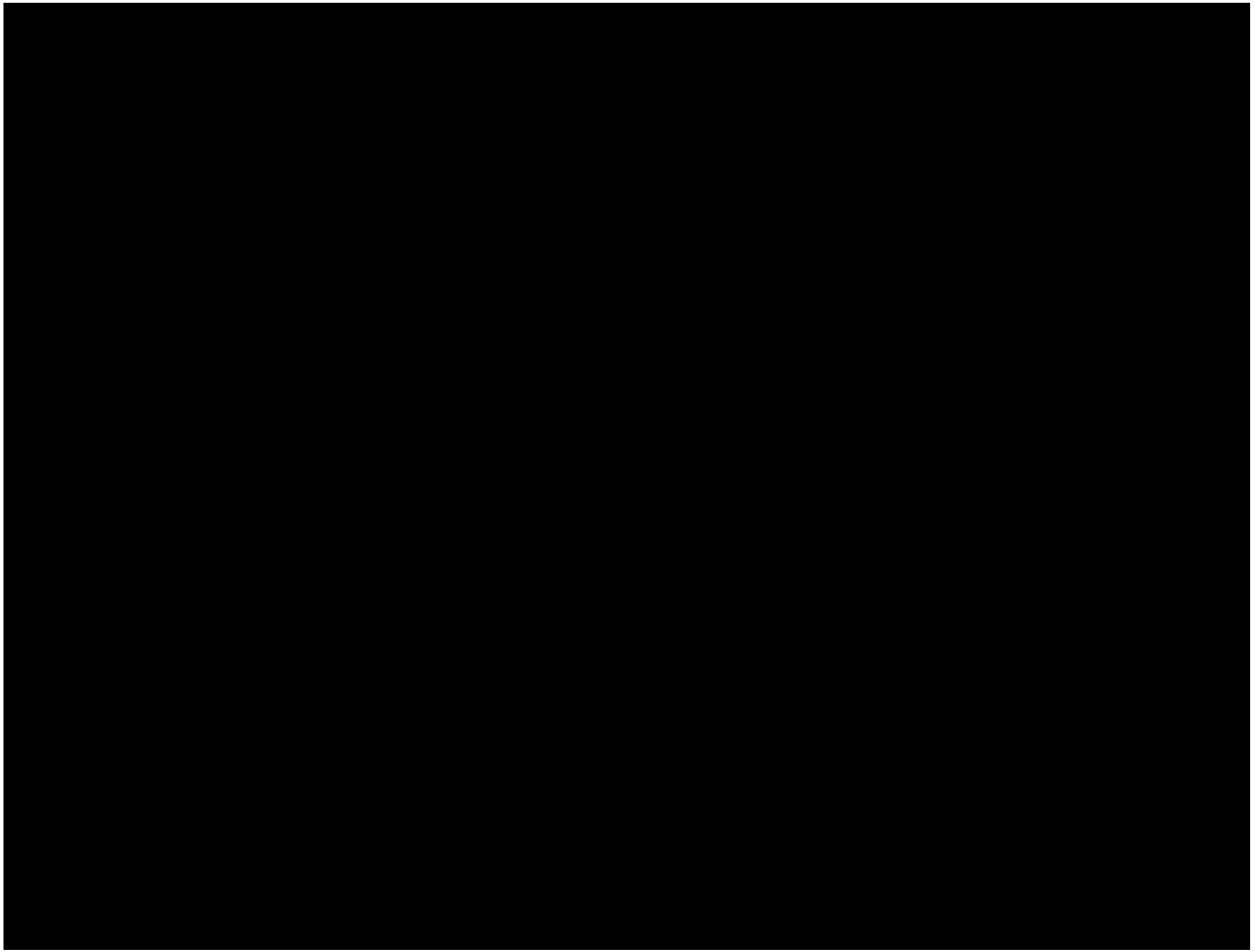


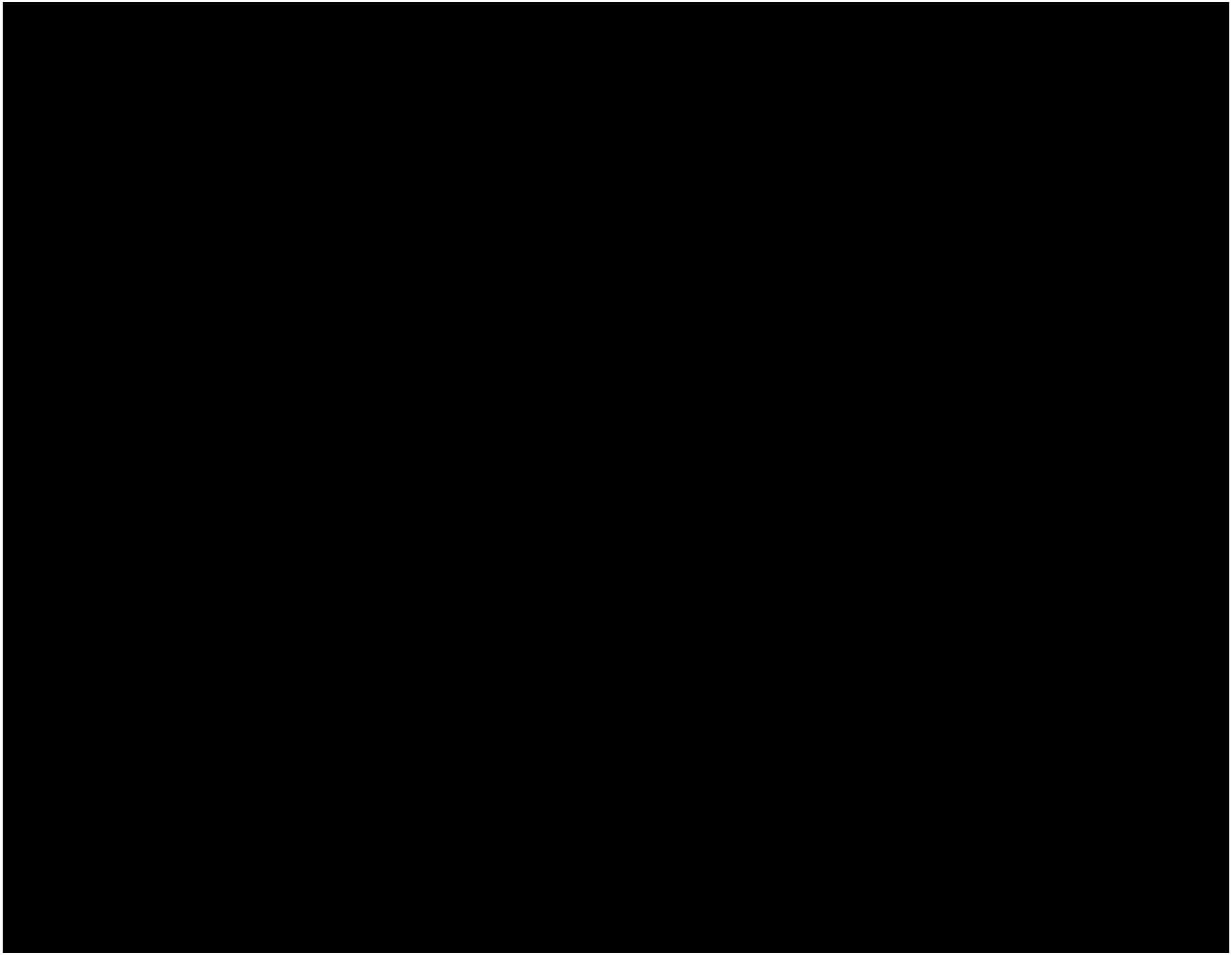


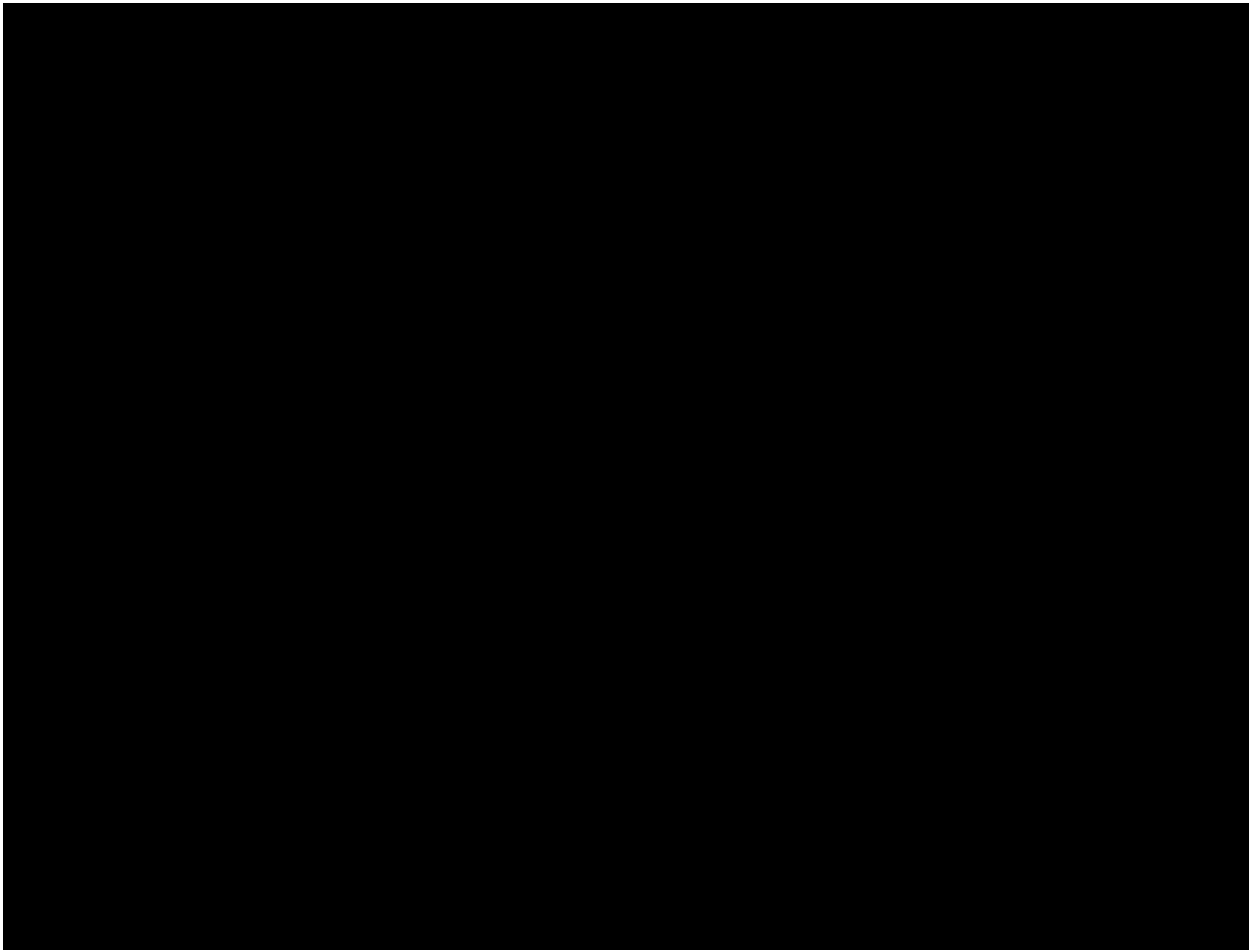


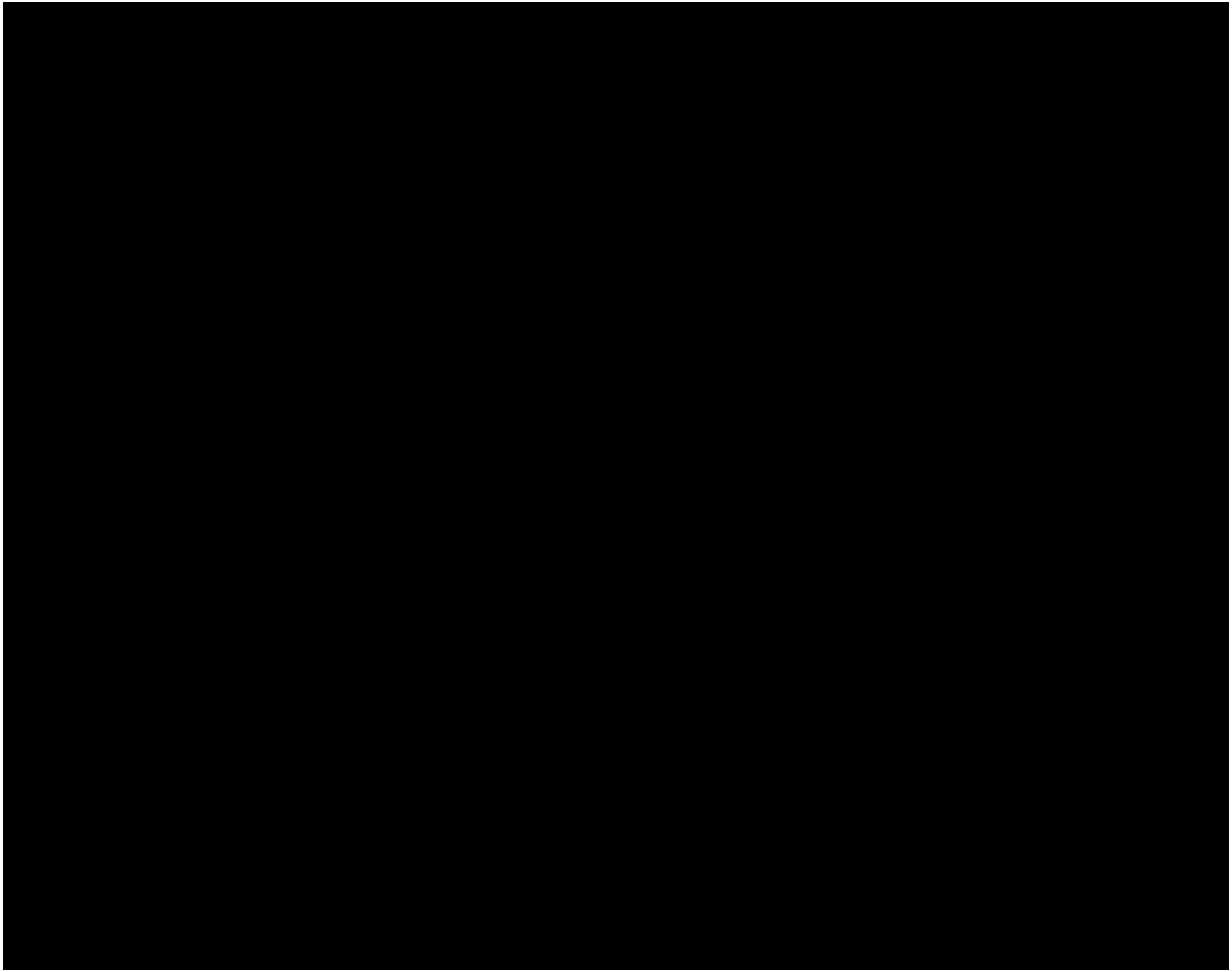


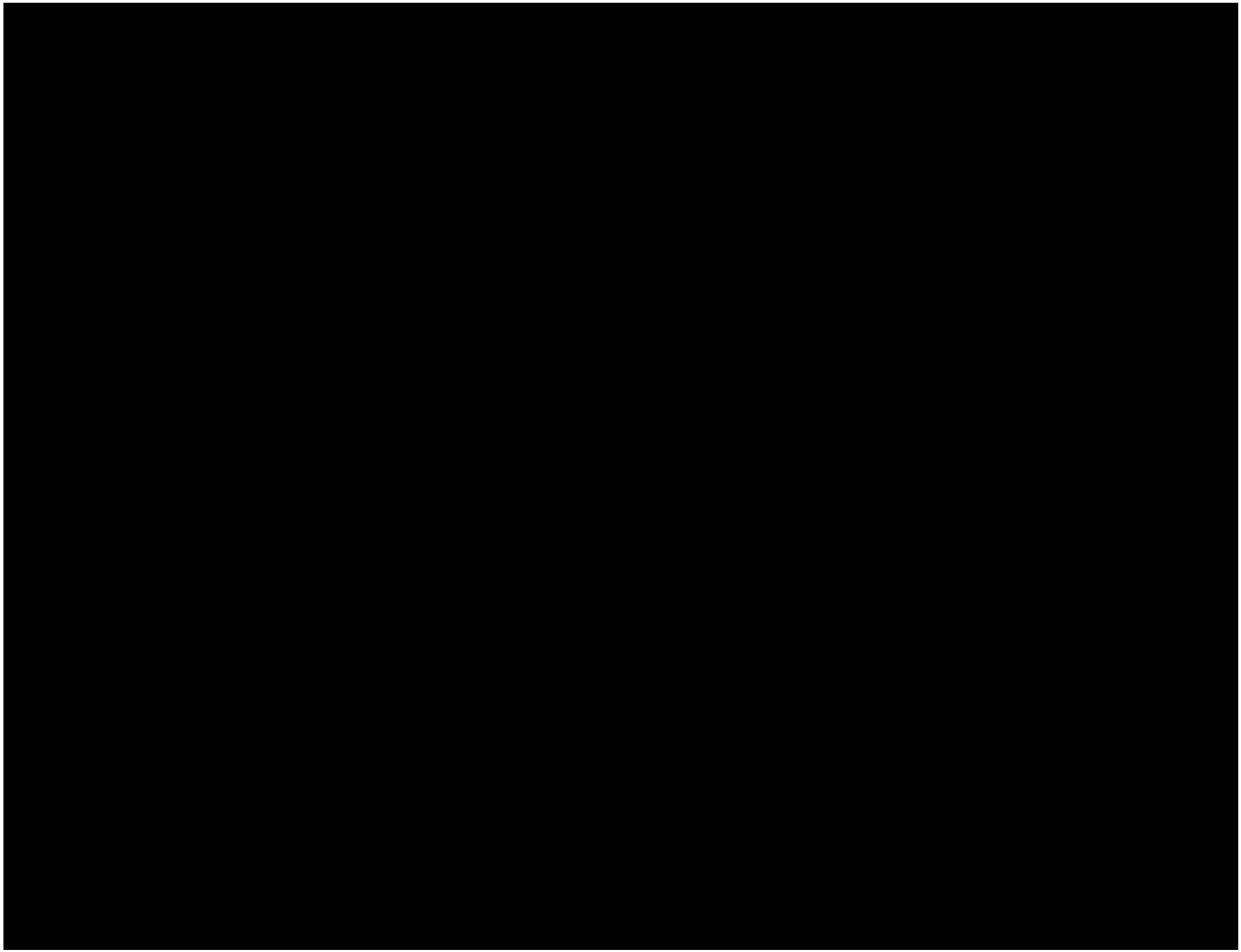


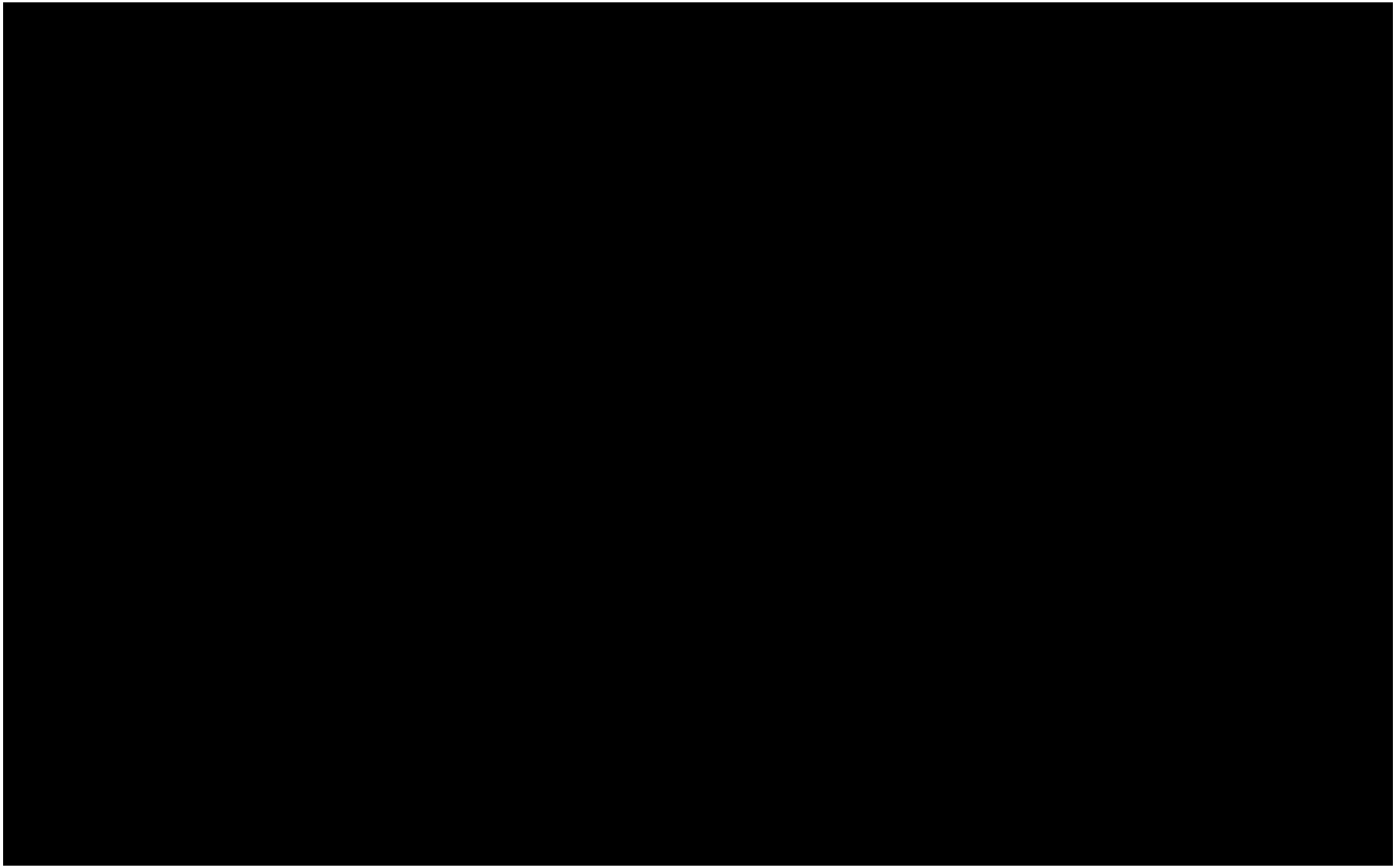












Attachment 6.3-A_Audited Financial Statements

- Audited FS_Attentive Energy LLC_2021 [REDACTED]
- Audited FS_Attentive Energy LLC_2022-2023 [REDACTED]
- Audit Management Letter_Attentive Energy LLC_2022-2023 [REDACTED]
- Audited FS_Corio Generation Ltd_Nov 2021 - Mar 2023 [REDACTED]
- Lightning Balance Statement [REDACTED]
- Lightning Moody and S&P reports [REDACTED]
- Audited FS_TotalEnergies Holdings USA Inc_2021-2022 [REDACTED]
- Audited FS_TotalEnergies Holdings USA Inc_2023 [REDACTED]

Attachment 6.3-B_Annual Reports

- Annual Report_Macquarie Group_FY21-22 [REDACTED]
- Annual Report_Macquarie Group_FY22-23 [REDACTED]
- Annual Report_Macquarie Group_FY23-24 [REDACTED]
- Annual Report_OTPP_2021 [REDACTED]
- Annual Report_OTPP_2022 [REDACTED]
- Annual Report_OTPP_2023 [REDACTED]
- Annual Report_TotalEnergies_FY21-22 [REDACTED]
- Annual Report_TotalEnergies_FY22-23 [REDACTED]
- Annual Report_TotalEnergies_FY23-24 [REDACTED]

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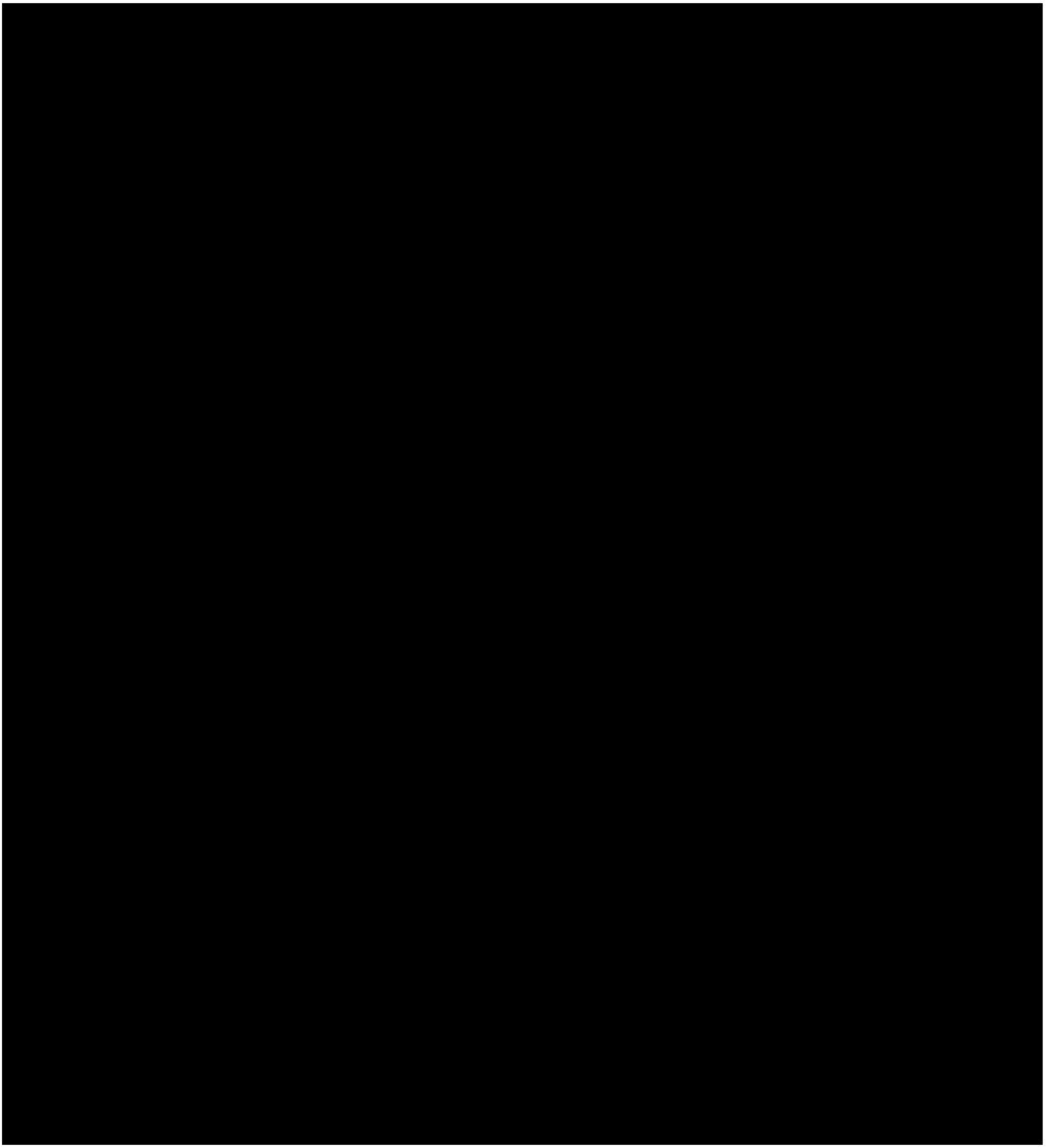
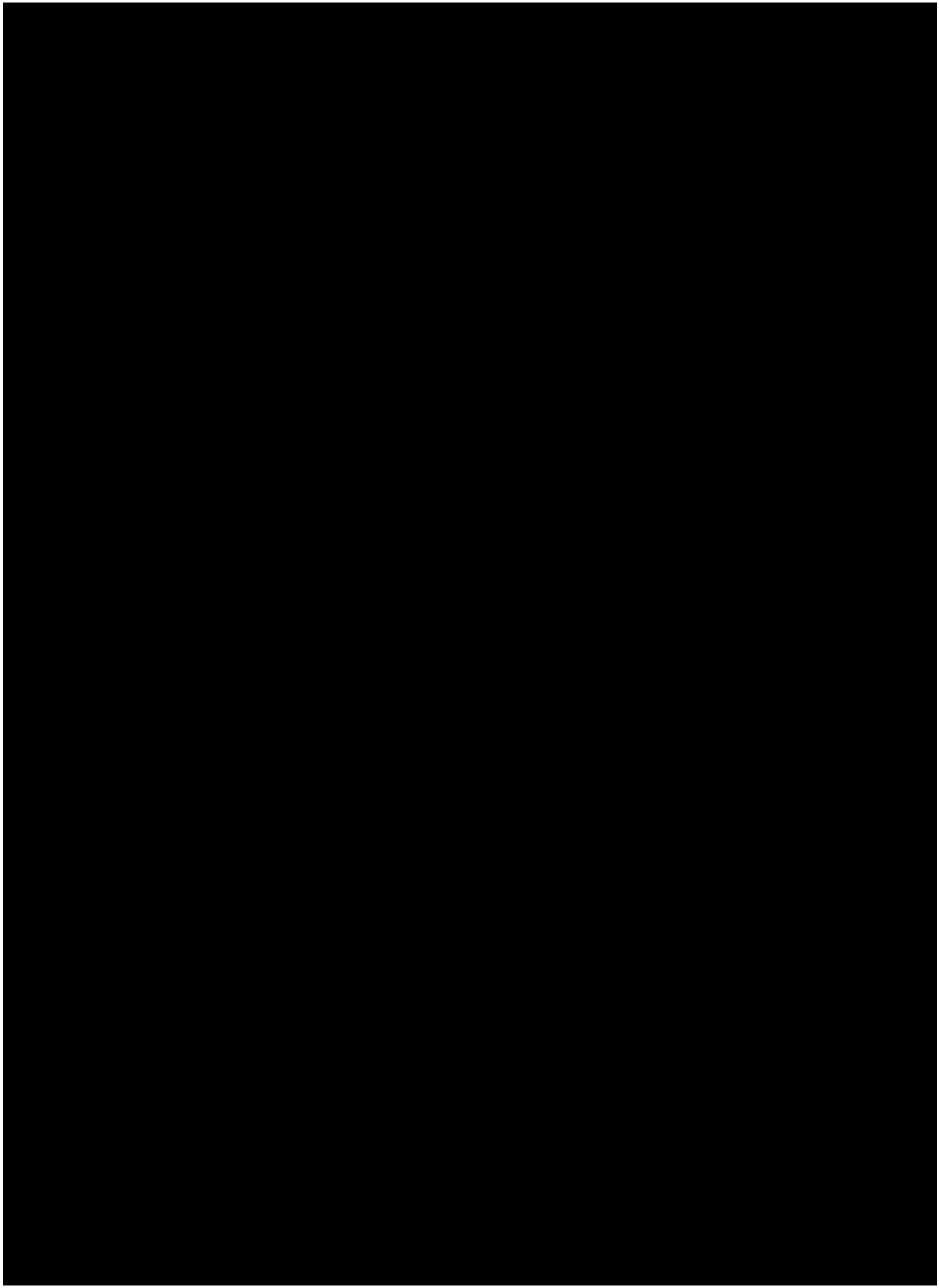
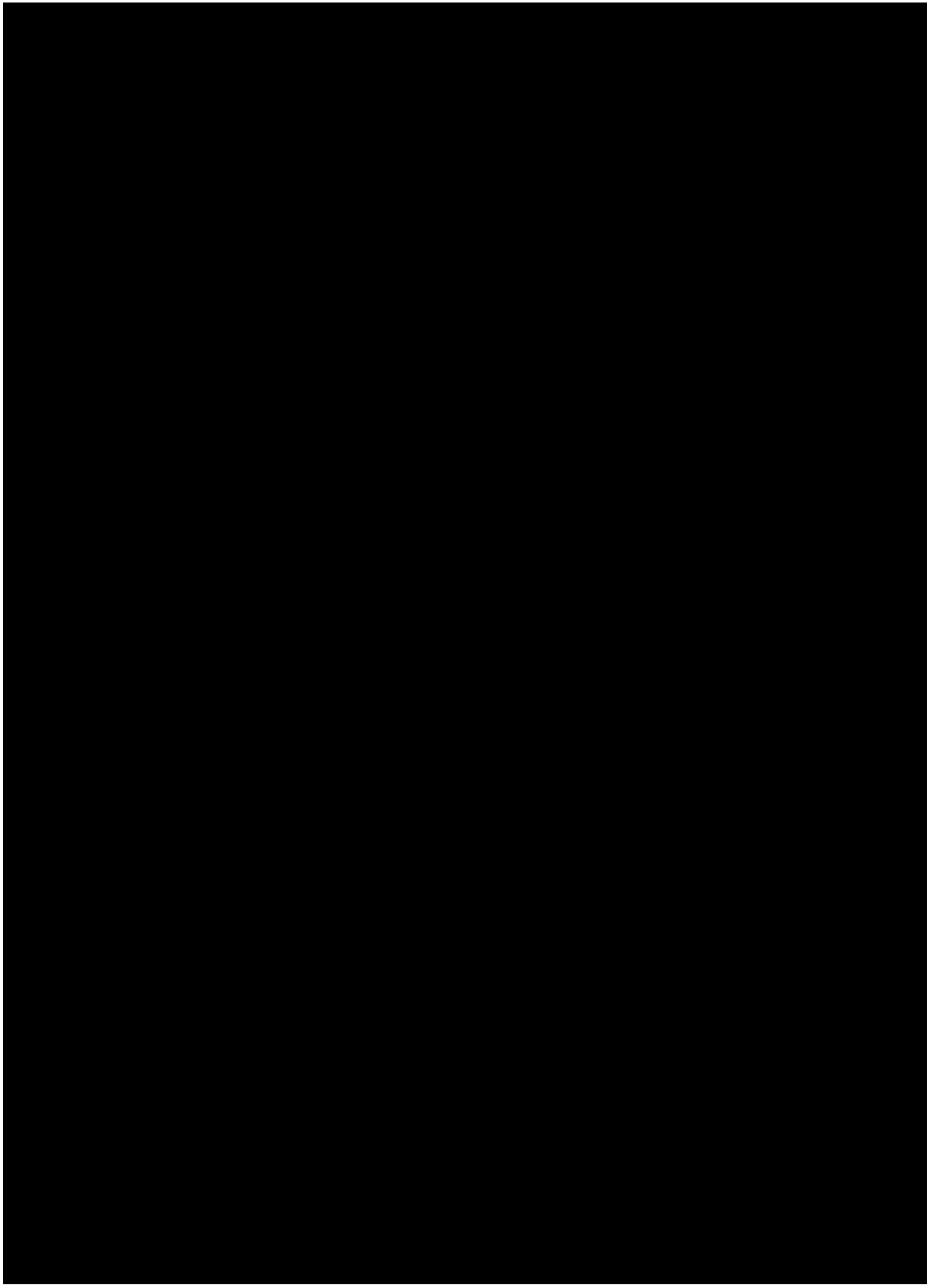
Russia: TotalEnergies Shares Its Principles of Conduct

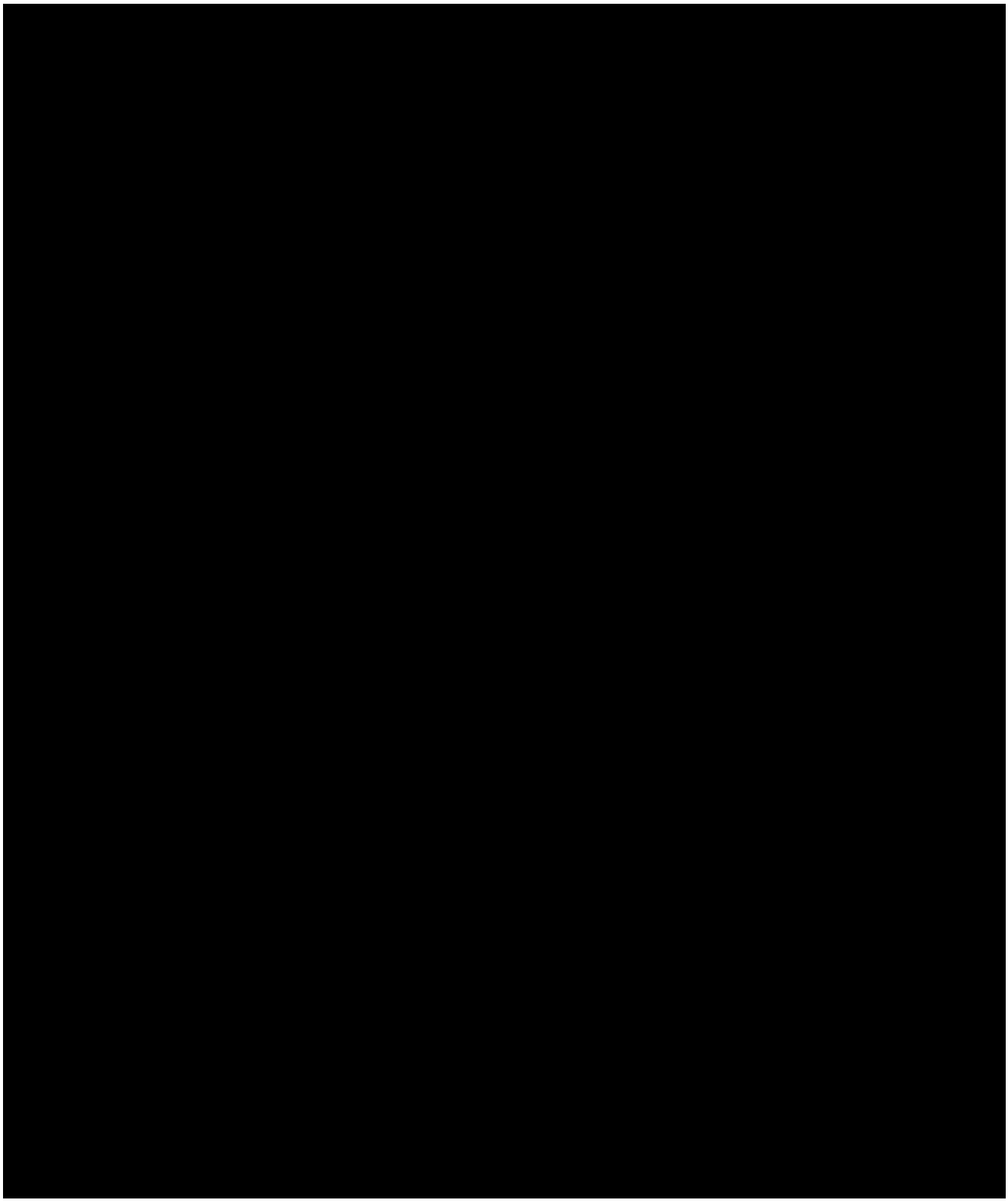


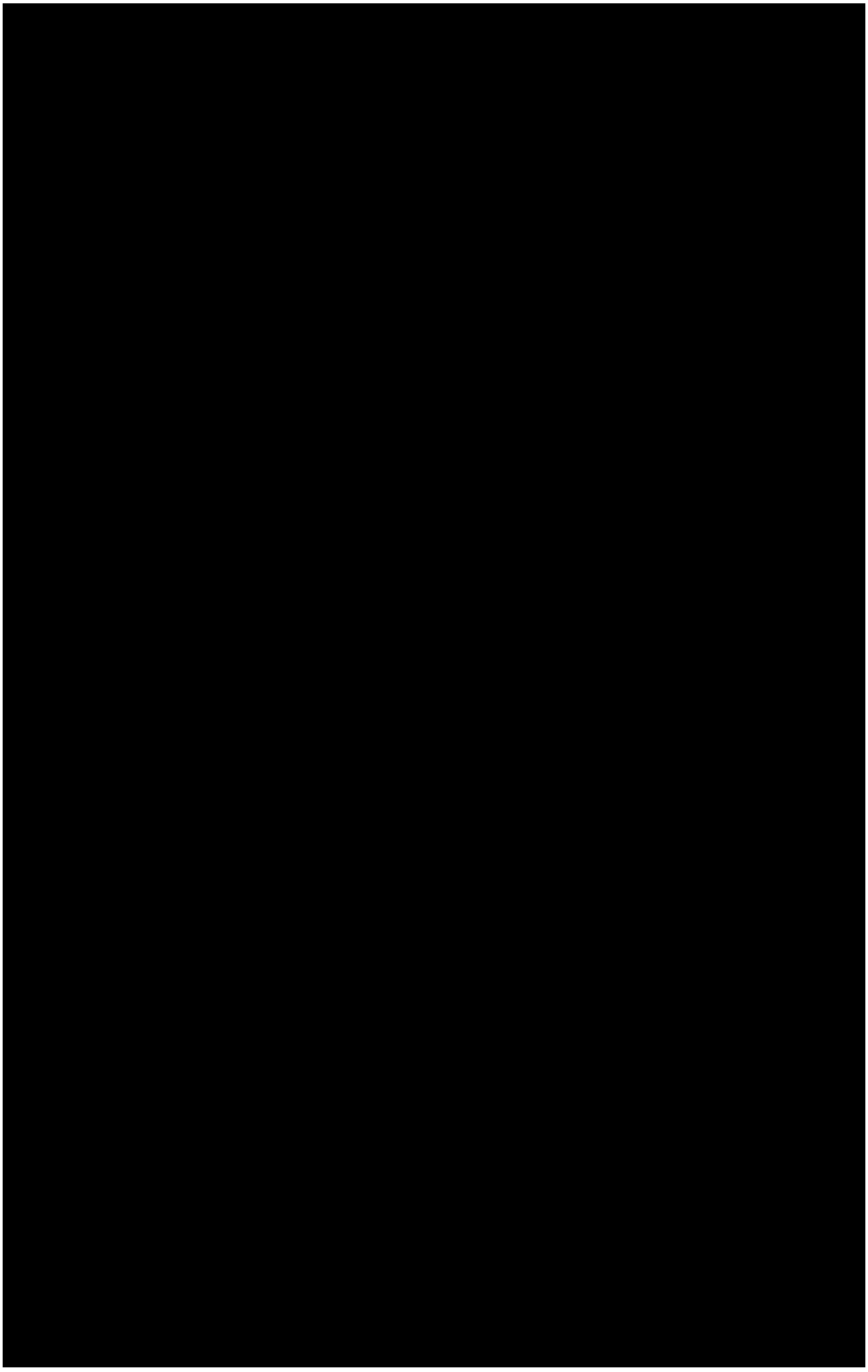




PRESS RELEASE

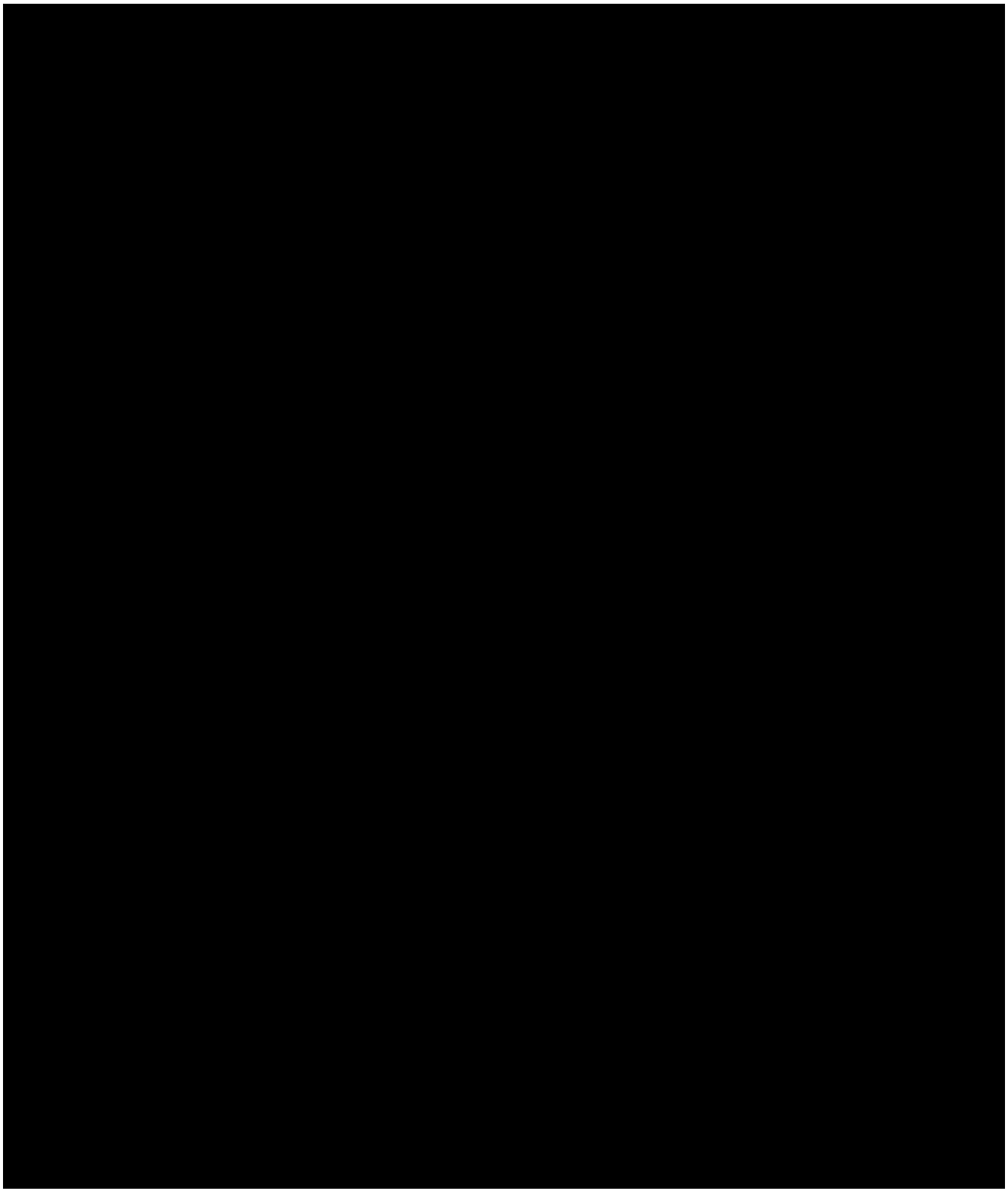
Russia: TotalEnergies continues to implement its principles of conduct and sells its 49% interest in the Russian Termokarstovoye gas field to Novatek

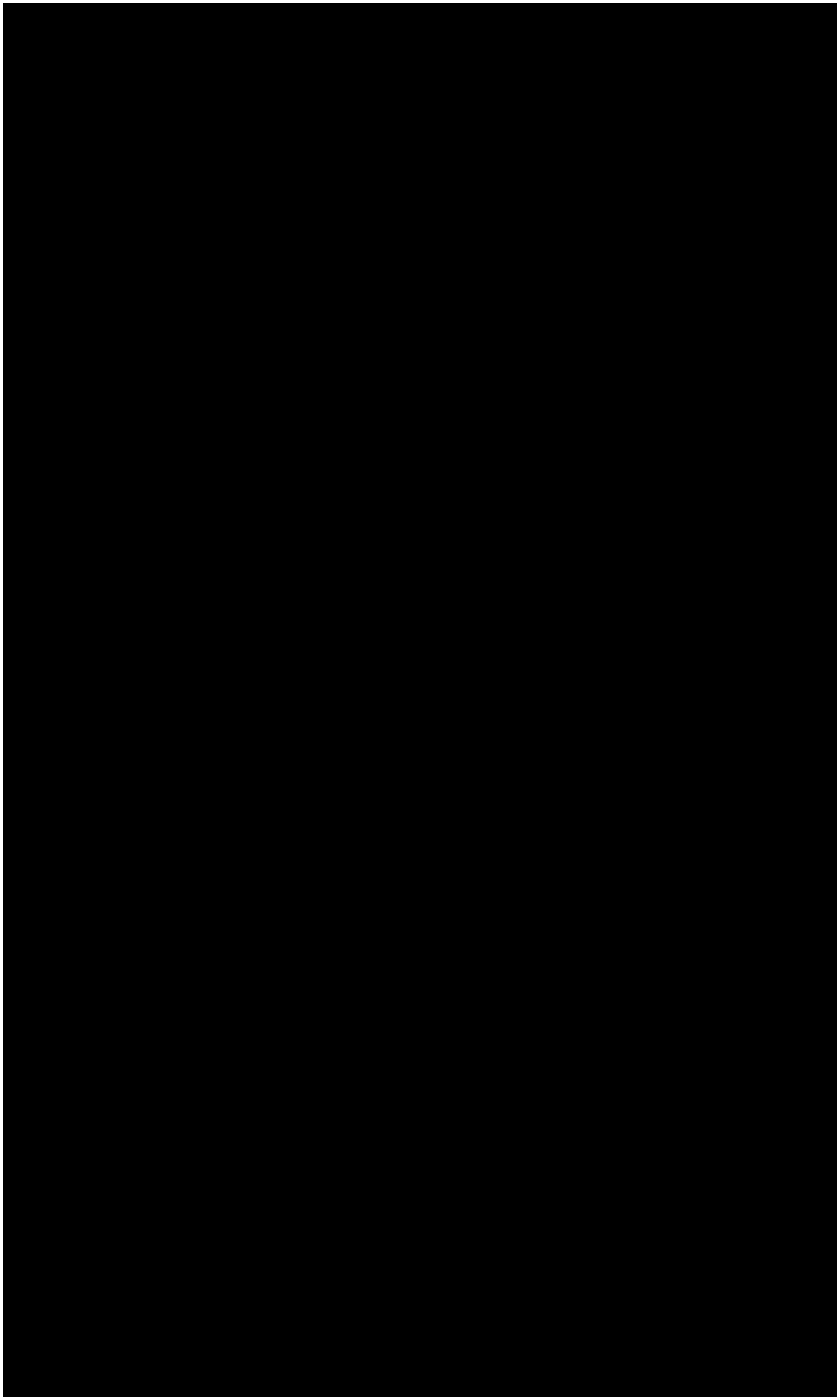




PRESS RELEASE

Russia: TotalEnergies decides to withdraw its directors from Novatek and will no longer equity account for its stake in Novatek and record a 3.7 b$ impairment in Q4





Commitment to Safety: TotalEnergies' 12 Golden Rules

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