



BLUEWAVE

Section 83E Round 2 Request for Proposal PUBLIC Submission for Three BlueWave Distribution Projects

Prepared For:

Massachusetts Department of Energy
Resources

Electric Distribution Companies:

Fitchburg Gas & Electric Light Company
d/b/a Unitil

Massachusetts Electric Company and
Nantucket Electric Company, each d/b/a
National Grid

NSTAR Electric Company d/b/a
Eversource Energy

Applicant Information**Applicants:**

BlueWave Project Development, LLC
Plumbush Creek, LLC
MT Hope Pond, LLC
BWC Coles Brook, LLC

Contacts:

Josh Lariscy
jlariscy@bluewave.energy
828-851-9947

Billy Polymeros
billy.polymeros@bluewave.energy
857-557-7296

Business Address:

116 Huntington Avenue, Suite 601
Boston, MA 02116

Table of Contents

Section A-1: Certification, Project, and Pricing.....3

Section A-2: Executive Summary of the Proposal4

Section A-3: Operational Parameters and Operational Schedule9

Section A-4: Environmental Attribute Delivery Plan.....16

Section A-5: Financial and Legal17

Section A-6: Interconnection, Deliverability, and Reliability32

Section A-7: Siting, Permitting and Community35

Section A-8: Safety.....40

Section A-9: Engineering and Technology; Commercial Access to Equipment44

Section A-10: Project Schedule48

Section A-11: Construction and Logistics50

Section A-12: Operations and Maintenance.....53

Section A-13: Project Management and Experience58

Section A-14: Economic Development and Employment Benefits, Transitioning Fossil Fuel Communities, Benefits to Low Income Ratepayers and Environmental Justice Communities, and Other.....72

Section A-15: Exception to Form Long-Term Contract81

Section A-1: Certification, Project, and Pricing

The Certification, Project and Pricing Data (“CPPD”) document is a Microsoft Excel workbook that is provided on the website at www.MACleanEnergy.com. Each Transmission Project and Distribution Project submitted by bidder must include a unique, accompanying CPPD document.

Newburyport: Please refer to file named *MA Newburyport 20 Colby Farm Ln – 83eii_cppd_final*.

Swansea: Please refer to file named *Swansea 921 Wood St Storage – 83eii_cppd_final*.

Acton: Please refer to file named *MA Acton 100 Discovery Way Storage – 83eii_cppd_final*.

Section A-2: Executive Summary of the Proposal

The bidder is required to provide an executive summary of the project proposal that includes a complete description of the proposed Energy Storage System bid, the proposed contract term and pricing schedule, interconnection plan, the overall project schedule and other factors the bidder deems to be important. A table summarizing proposal(s) including details such as storage project location, interconnection location(s), capacity (MW), duration (hours), projected annual average CPECs or Environmental Attributes (if applicable), energy storage technology to be deployed, commercial operation date, pricing (e.g., \$/CPEC, \$/environmental attribute, \$/MWh), etc. is encouraged. Bidders submitting multiple Transmission Projects or Distribution Projects must provide an executive summary for each project.

This is an executive summary of BlueWave Project Development, LLC’s (BlueWave’s or Bidder’s) proposal for the Commonwealth’s second Section 83E solicitation (Round 2, dated July 31, 2026), which is seeking roughly 1,000 MW of mid-duration energy storage. Section 1.7.3 of the RFP allows a bidder to submit multiple Distribution Projects together in one bid package, sharing material such as bidder experience, while still having each project evaluated on its own. This package includes three separate Distribution Projects: the Newburyport Project, Swansea Project, and Acton Project (together, the Projects).

The Sponsor is BlueWave Public Benefit Corp. The Bidder is BlueWave, the company submitting this proposal and responsible for the development, permitting, and construction of all three Projects. BlueWave has been developing solar and storage projects in Massachusetts for over 15 years; having successfully developed 200+ MWs of solar and storage, with 45.3 MWs of solar and 31 MWhs BESS currently owned and operational. BlueWave currently has approximately 60 MW of solar and 30 MWh BESS in construction, of which approximately 20 MW and all of the BESS MWh will be constructed in Massachusetts. BlueWave is uniquely familiar with all aspects of the Massachusetts energy development landscape. For further details on BlueWave’s development experience, operating experience, charitable giving program, volunteer work, etc. please refer to the file titled *2.0 - ALL - BlueWave 2025 Impact Report*.

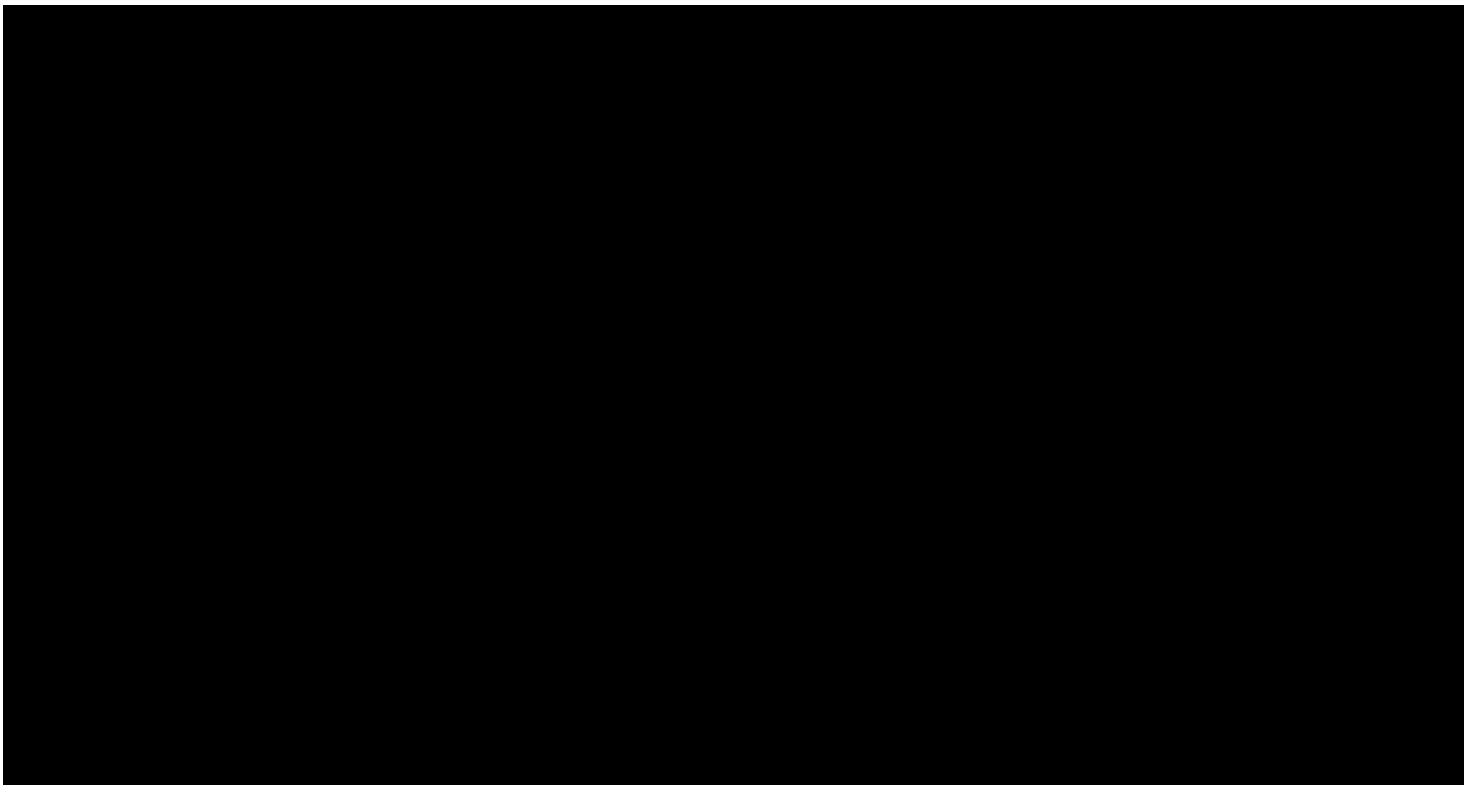
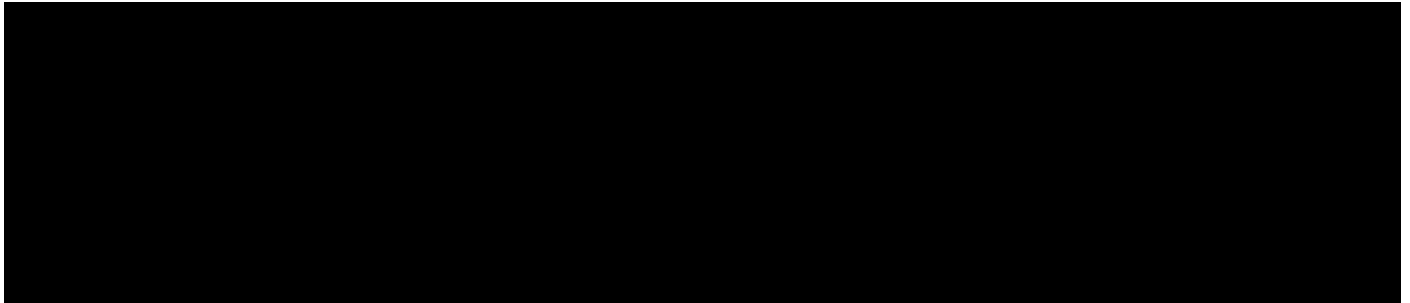
Each Project is owned by a distinct Project Company, a project-level entity that holds site control, signs that Project’s Interconnection Service Agreement, and will be the counterparty on any resulting Long-Term Contract. The entities that own the Projects and will enter into the contracts are as follows: Plumbush Creek, LLC (the Newburyport Project); MT Hope Pond, LLC (the Swansea Project); and BWC Coles Brook, LLC (the Acton Project). Please see the table below.

Project Name/Entity	Project Location	Size
Plumbush Creek, LLC (the Newburyport Project)	20 Colby Farm Lane, Newburyport, MA	5 MW
MT Hope Pond, LLC (the Swansea Project)	921 Wood Street, Swansea, MA	5 MW
BWC Coles Brook, LLC (the Acton Project)	100 Discovery Way, Acton, MA	5 MW

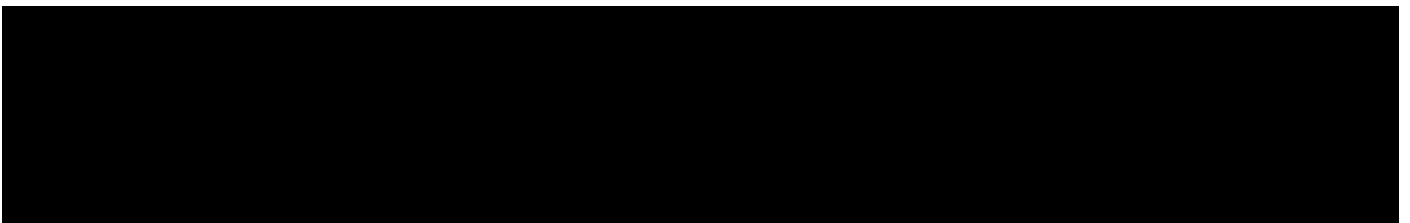


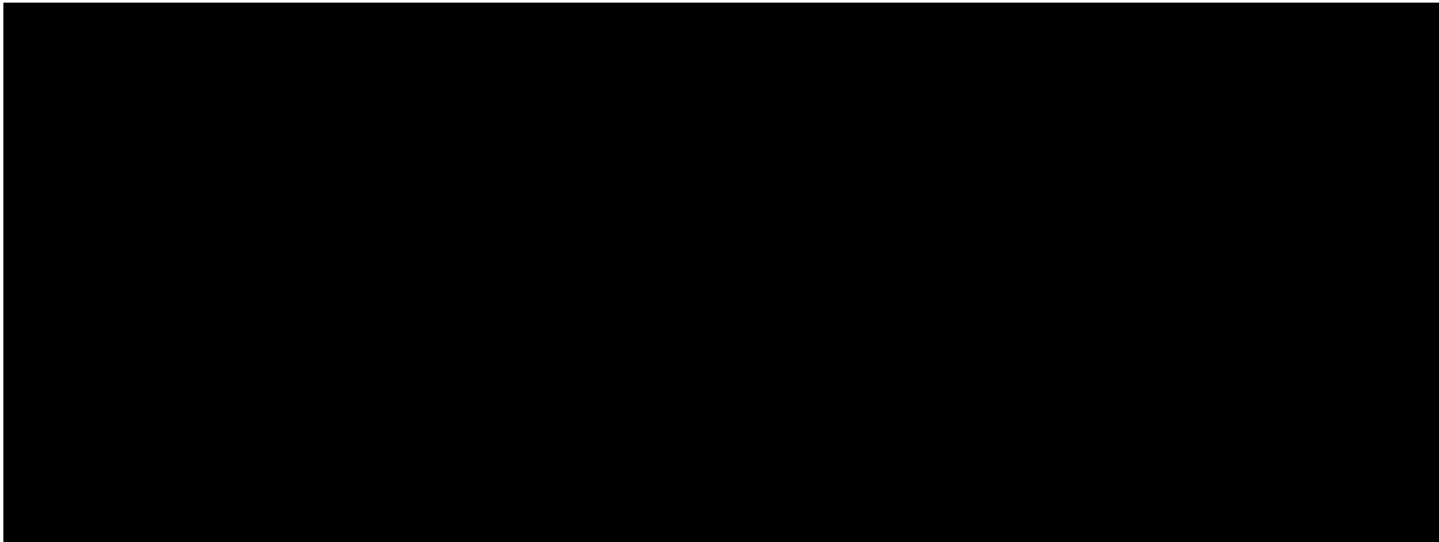
Each is identified by its full project name in the section headings below and in the CPPD workbook and other attachments referenced throughout this proposal. Because each Project has its own site, permits, interconnection process, and financing needs, BlueWave asks that each be evaluated on its individual merits, even though they share a Sponsor, a Bidder, and the same storage technology. (For additional details, please refer to the organization chart in Section 5.2.)

Overview of the Projects



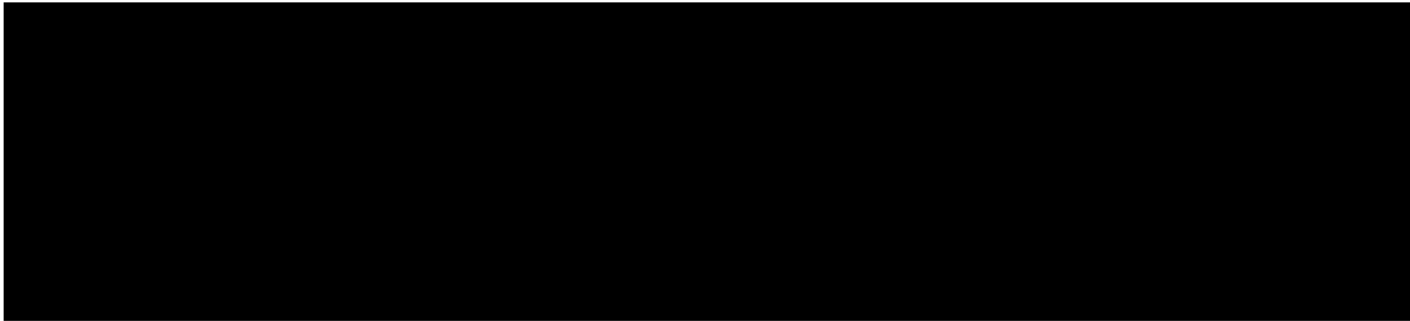
Newburyport Project (MA Newburyport 20 Colby Farm Lane Storage)





Proposal Summary	
MA Newburyport Colby Farm Ln Storage	
Project Location	20 Colby Farm Ln, Newburyport, MA 01950
Interconnection Location	
Capacity (MWac)	
Duration (hours)	
Projected Annual Average CPECs or EAs	
Energy Storage Technology	
Commercial Operation Date	
Pricing (\$/CPEC)	

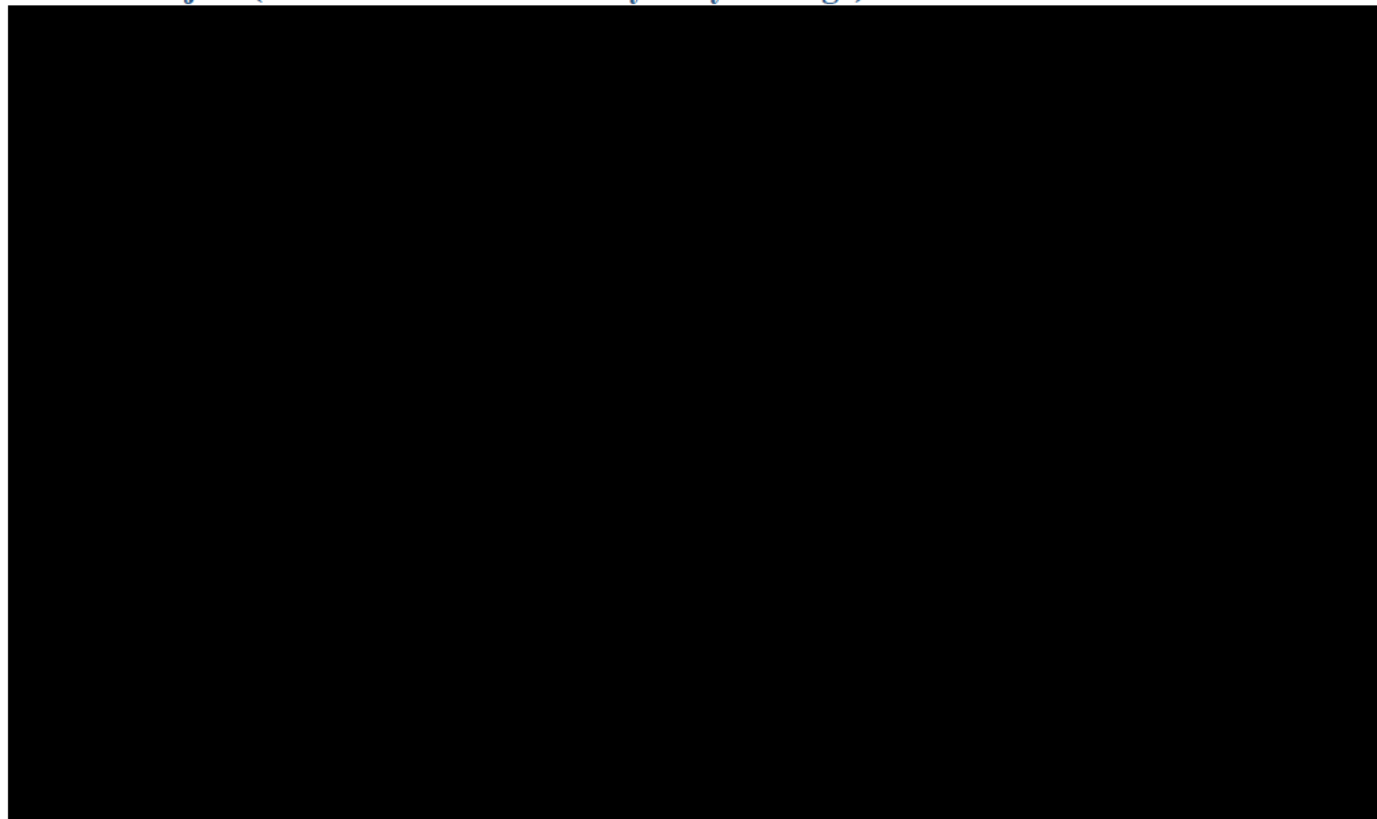
Swansea Project (Swansea 921 Wood St Storage)





Proposal Summary MA Swansea Wood St Storage	
Project Location	921 Wood St, Swansea, MA 02777
Interconnection Location	
Capacity (MWac)	
Duration (hours)	
Projected Annual Average CPECs or EAs	
Energy Storage Technology	
Commercial Operation Date	
Pricing (\$/CPEC)	

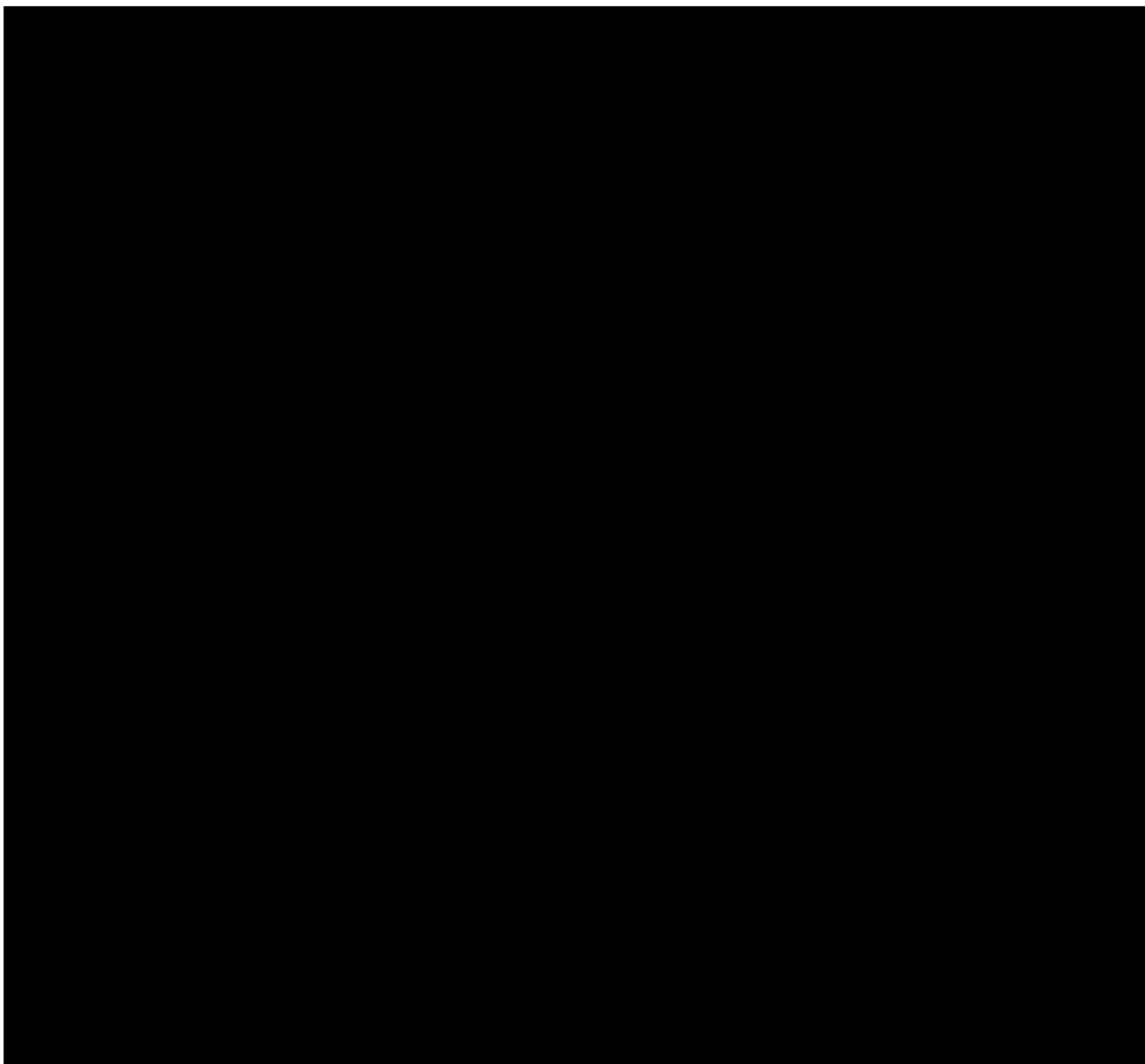
Acton Project (MA Acton 100 Discovery Way Storage)



Proposal Summary MA Acton Discovery Way Storage	
Project Location	100 Discovery Way, Acton, MA 01720
Interconnection Location	
Capacity (MWac)	
Duration (hours)	
Projected Annual Average CPECs or EAs	
Energy Storage Technology	

Commercial Operation Date	
Pricing (\$/CPEC)	

Together, the Projects



Section A-3: Operational Parameters and Operational Schedule

Please answer the following questions in Section A-3 for each Transmission Project and Distribution Project being bid. If developing the project in phases, please break out information for each phase.

3.1 Energy Storage System Operations Project Summary – Please provide the following:

See project specific bid response forms.

3.2 Describe the operation of the proposed Energy Storage System: (i.e. run hour limitations, ramp rates, spinning reserves, regulation up, regulation down). Please provide proposed operational management terms that memorialize the operational commitments of the facility.

See project specific bid response forms.

3.3 Describe the location of the Energy Storage System, in terms of:

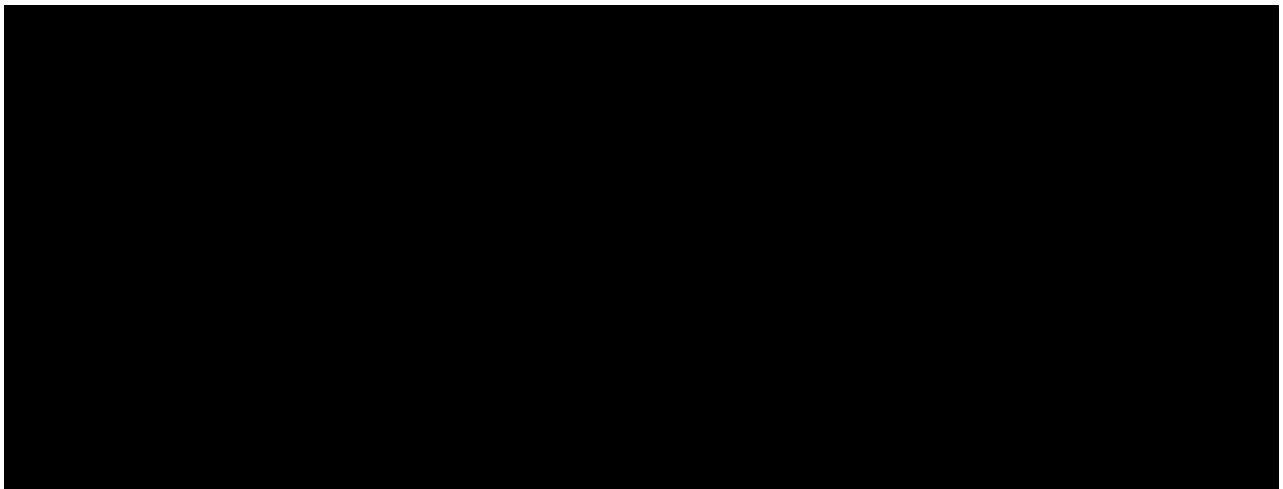
i. The anticipated interconnection point

See project specific bid forms.

ii. The value of the relative proximity of the system to large loads and/or any clean energy generation facility, including any decreased risk of curtailment and/or deferred investment for the generation facility

See project specific bid forms.

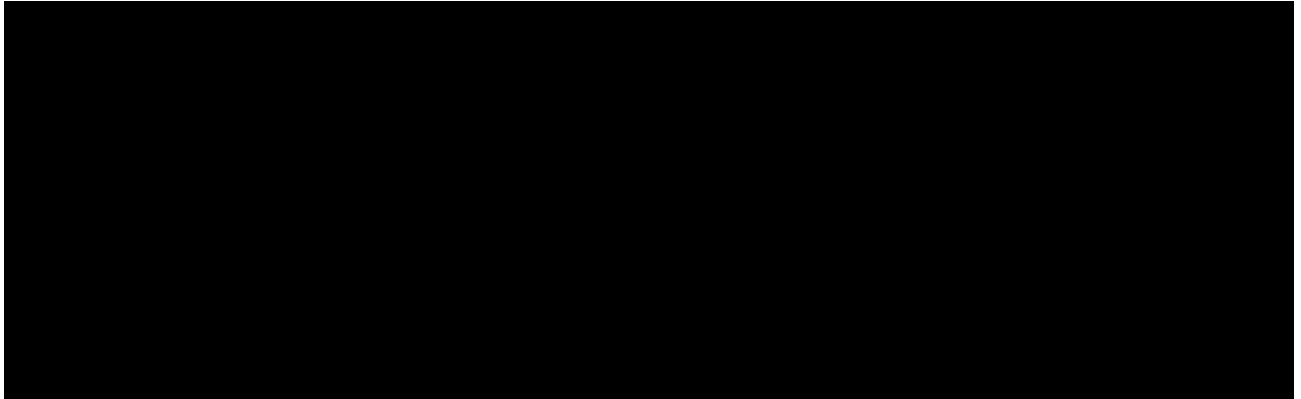
iii. How the location of the Energy Storage System may impact the operation of fossil-fuel based generators (e.g. reduced ramping, peaker displacement, etc.)



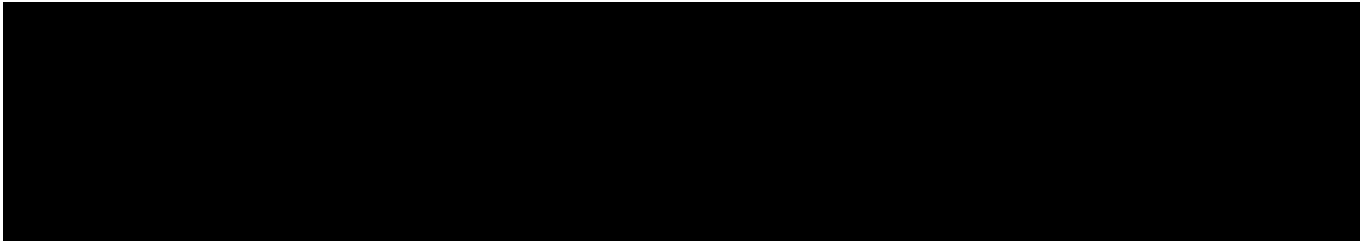
iv. If the project location is in proximity to other Energy Storage Systems

See project specific response form.

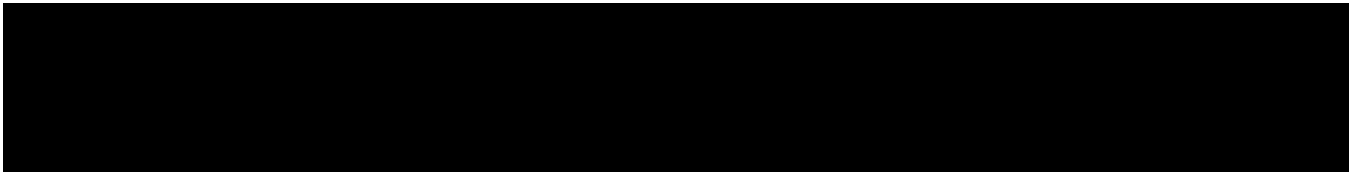
- v. How the location was strategically located to maximize grid benefits and align with transmission and distribution planning priorities, such as deferring or eliminating the need for costly transmission and distribution upgrades



3.4 Describe the proposed technology and equipment manufacturer by name and model (include inverter characteristics if applicable).



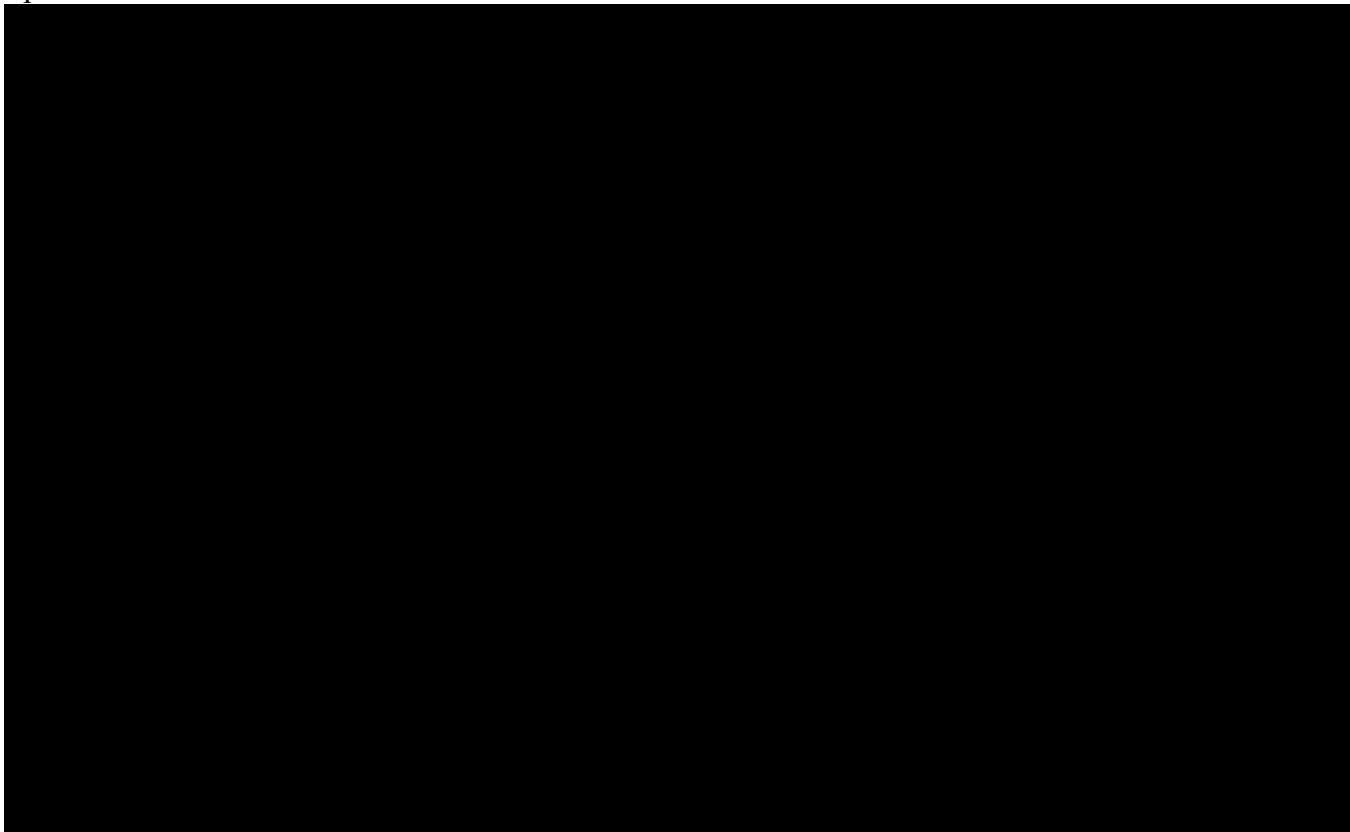
3.5 Describe the viability and operational reliability of the proposed technology and track record of the manufacturer. Provide examples of similar applications of the same size and scope and evidence of meeting operational delivery plans in other energy storage projects.



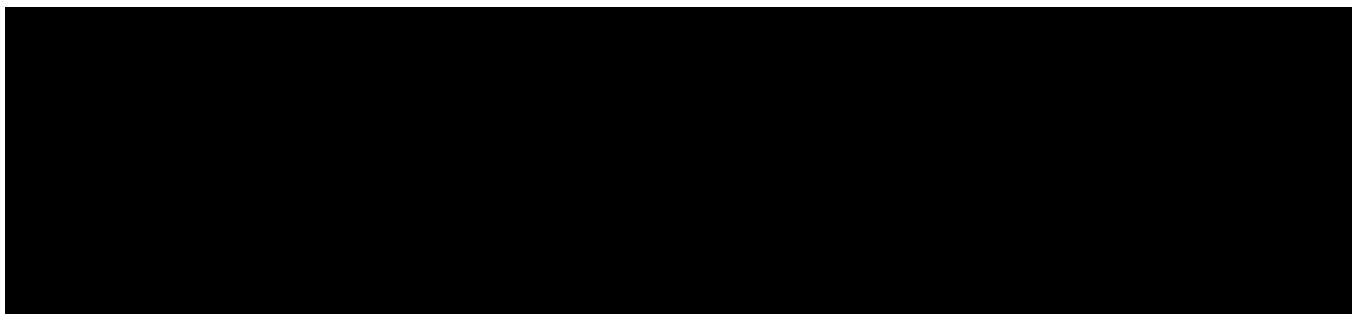
3.6 Please provide an Environmental Attribute delivery plan and a charge/discharge profile for the proposed project, including supporting documentation. This documentation may be either an hourly storage use schedule or planned charge and discharge schedule. In your plan, please account for forecasted weather data and market assumptions over the life of the proposed contract. The energy production/delivery profile must provide the expected Generation to be delivered into the ISO-NE market settlement system by the Energy Storage System to allow the Evaluation Team to determine the reasonableness of your projections. Such information should be consistent with the charge/discharge profile provided above and also considering any and all constraints to physical delivery into ISO-NE. Describe the operation of the Energy Storage System, including whether the proposed Energy Storage System will be classified as a Binary Storage Facility or Continuous Storage Facility, the designation of the ISO-NE Markets that the Energy Storage System would participate in, and the plan to operate in multiple ISO-NE Markets.

Please reference the provided Environmental Attribute delivery profile provided in each Project's CPPD form. The CPPD form also contains the projected hourly charge and discharge data for each

Project, demonstrating daily settlement in the ISO-NE market. The operational charge/discharge profile is based on the 2012 weather data shape, as requested in the CPPD form. Underlying energy prices, which inform TB4 and charge/discharge decisions over the life of the Project, are projected for each year of the Project's life and take into consideration evolving energy generation resource mixes on the grid, as well as changes in generation driven by potential changes in future weather patterns.

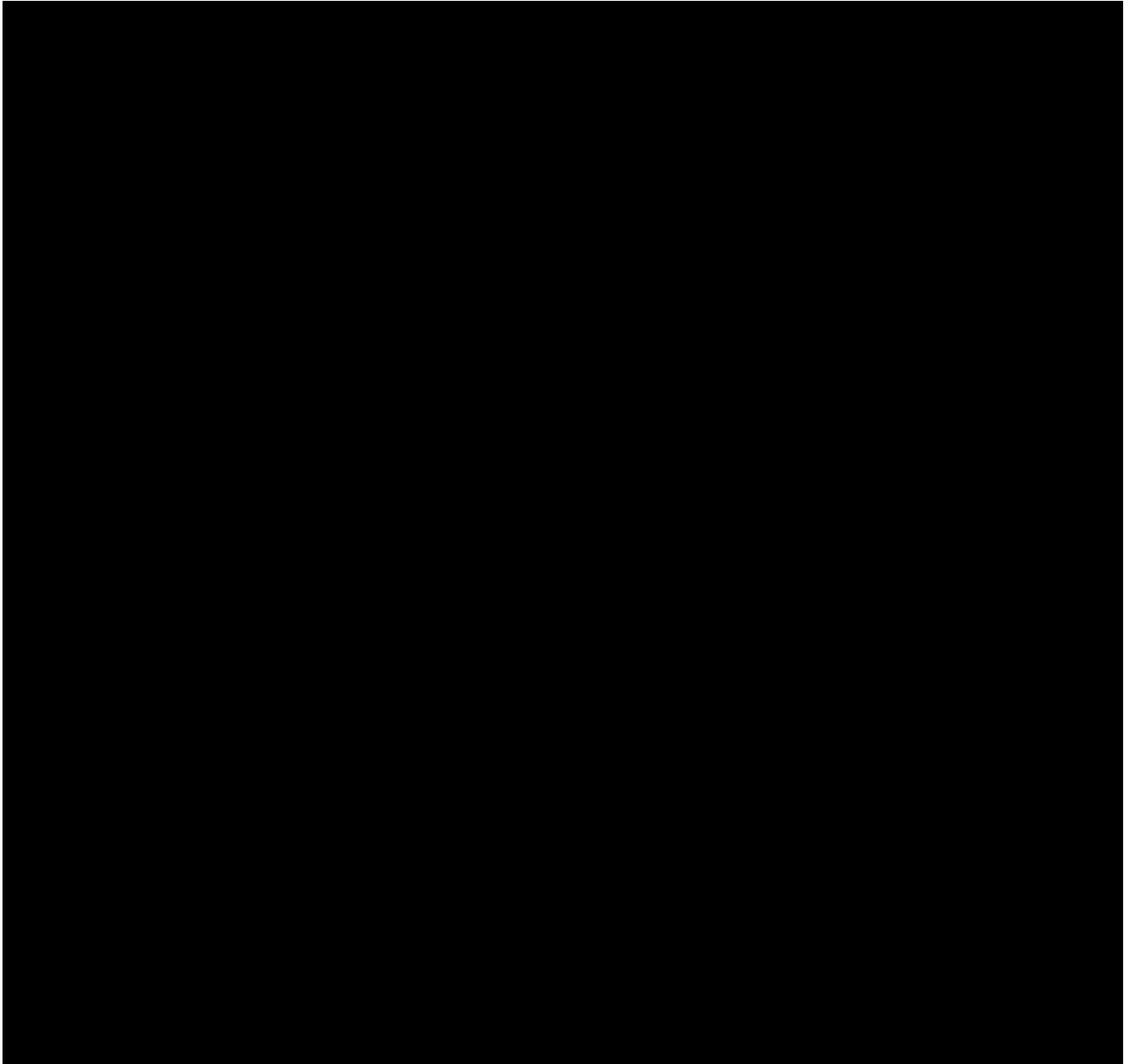


3.7 Please describe how, as a Qualified Energy Storage System as defined in 225 CMR 21.00 Clean Peak Energy Standard (CPS), the storage system will meet the CPS requirements location or contractual pairing with an RPS qualified resource, describe/include plans for charging coincident with periods of typically high renewable energy production, or include an operational schedule in the Qualified Energy Storage System's Interconnection Service Agreement demonstrating that the Qualified Energy Storage System serves to resolve load flow or power quality concerns otherwise associated with intermittent renewable energy resources.



3.8 Please list and describe all anticipated revenue streams associated with the Energy Storage System, including, but not limited to, the designation of the ISO-NE Markets that the

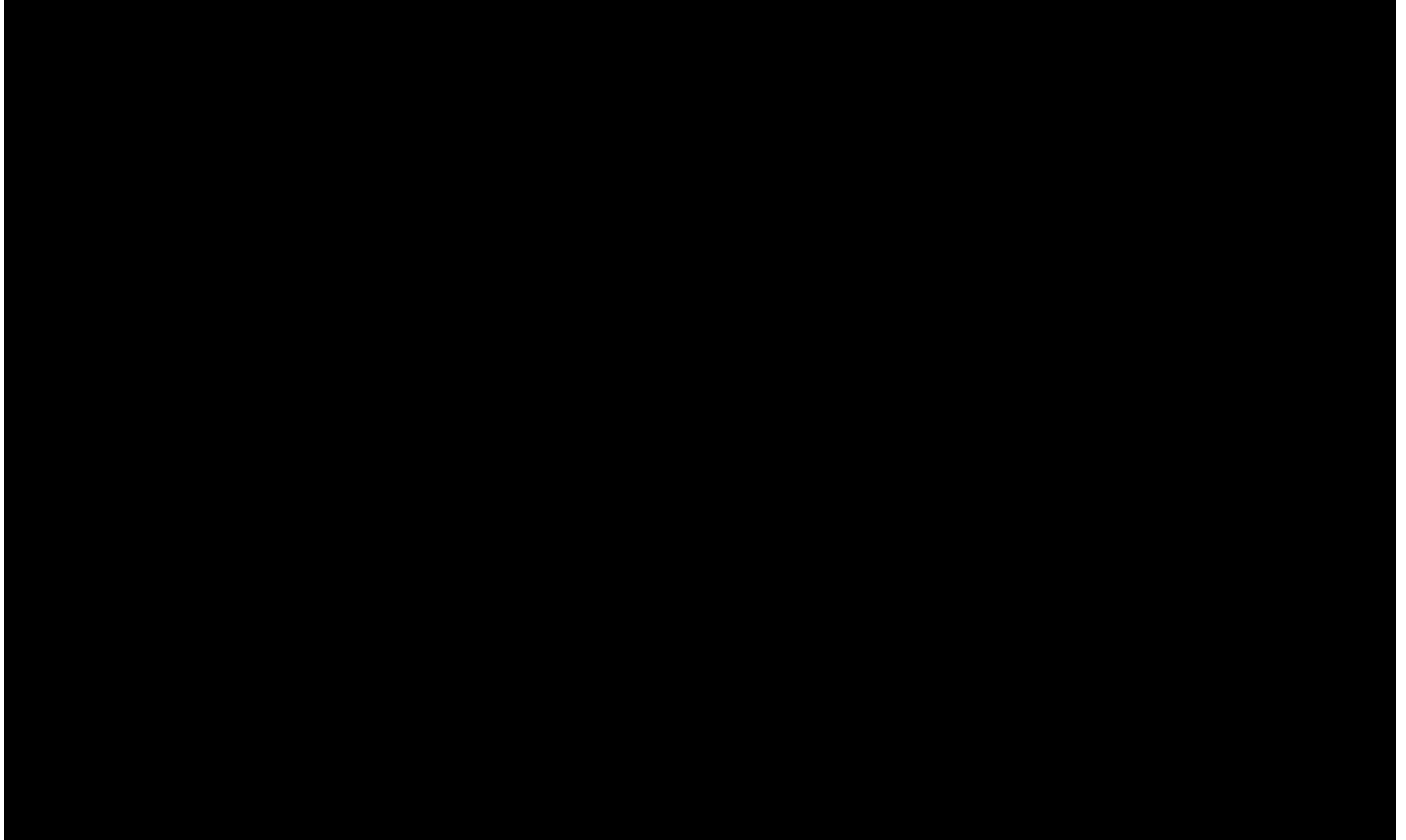
Energy Storage System would participate in, the plan to operate in multiple ISO-NE Markets, and revenue streams from other third-party contracts/arrangements. For existing facilities, describe existing operations, revenues, and participation in ISO-NE Markets and describe any planned changes in operation, participation in ISO-NE Markets, and revenue streams.



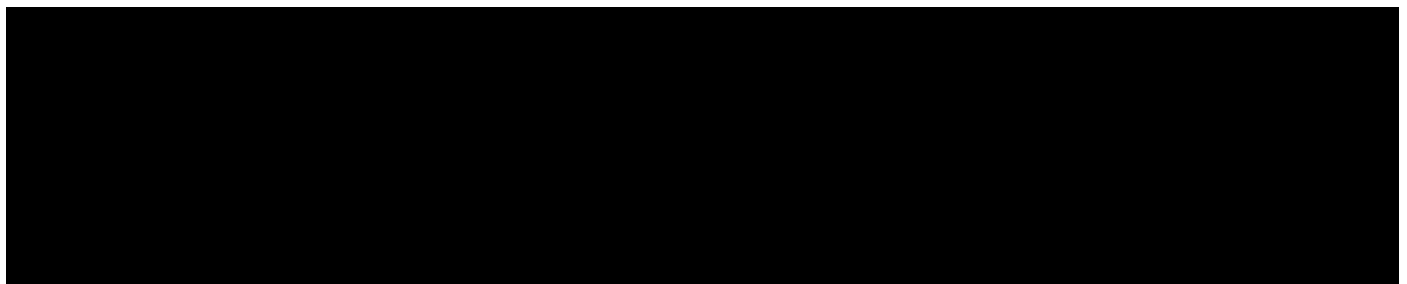
3.9 Maintenance Outage Requirements – Specify partial and complete planned outage requirements in weeks or days for all generation facilities and associated facilities required for the delivery of energy from the generation facilities to the delivery point. Also, list the number of months required for the cycle to repeat (e.g., list time interval of minor and major overhauls, and the duration of overhauls).

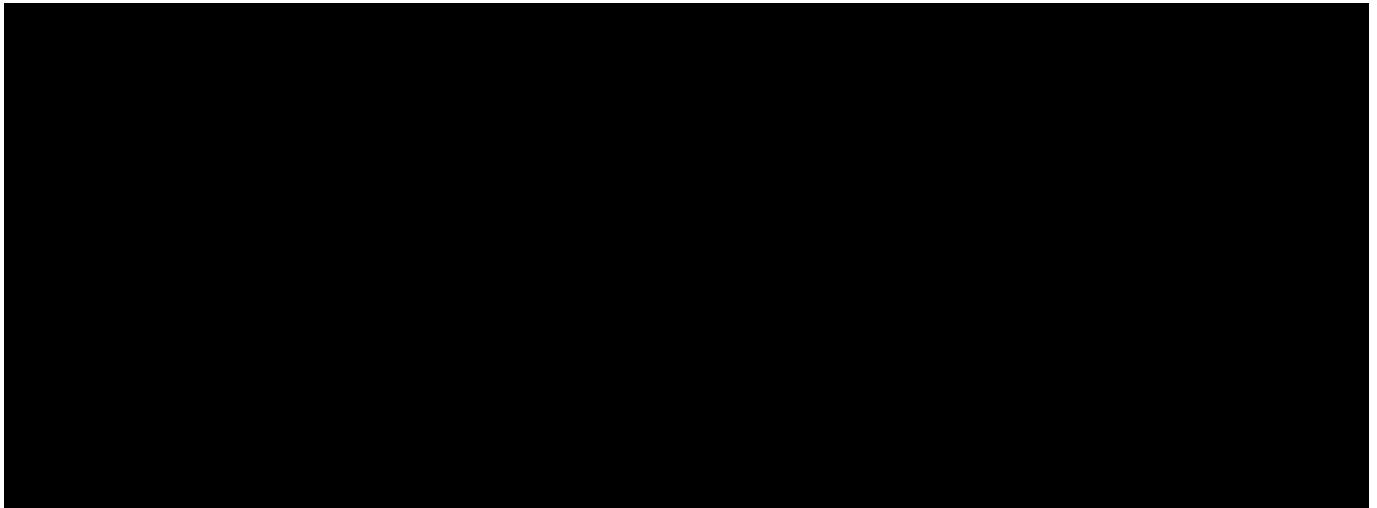
Maintenance Program

The Projects will be maintained in accordance with manufacturer recommendations, applicable codes and standards, and industry best practices.

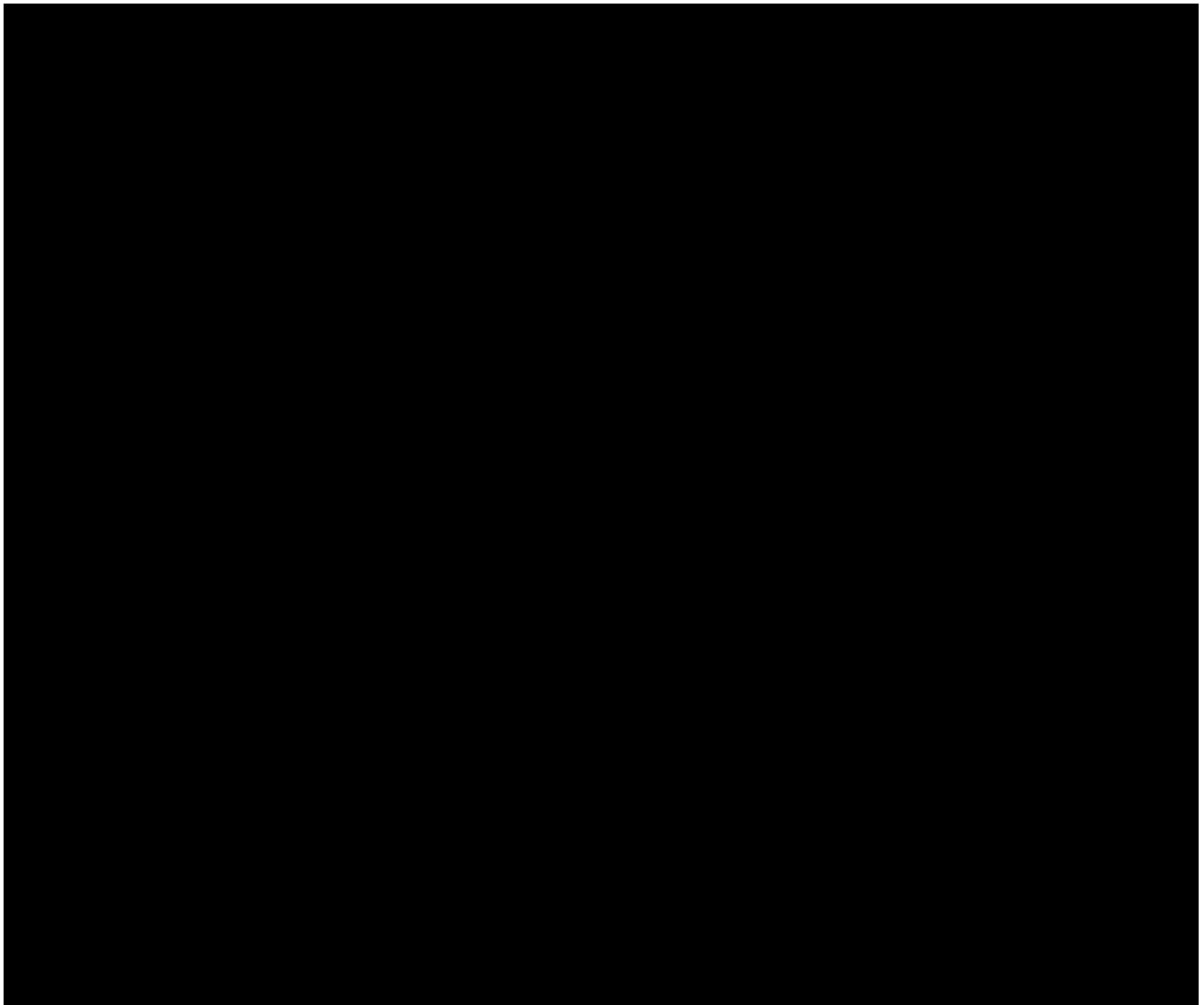


3.10 Operating Constraints – Specify all the expected operating constraints and operational restrictions for the project (e.g., limits on the number of hours a unit may be operated per year or unit of time or charge / discharge cycles per year).





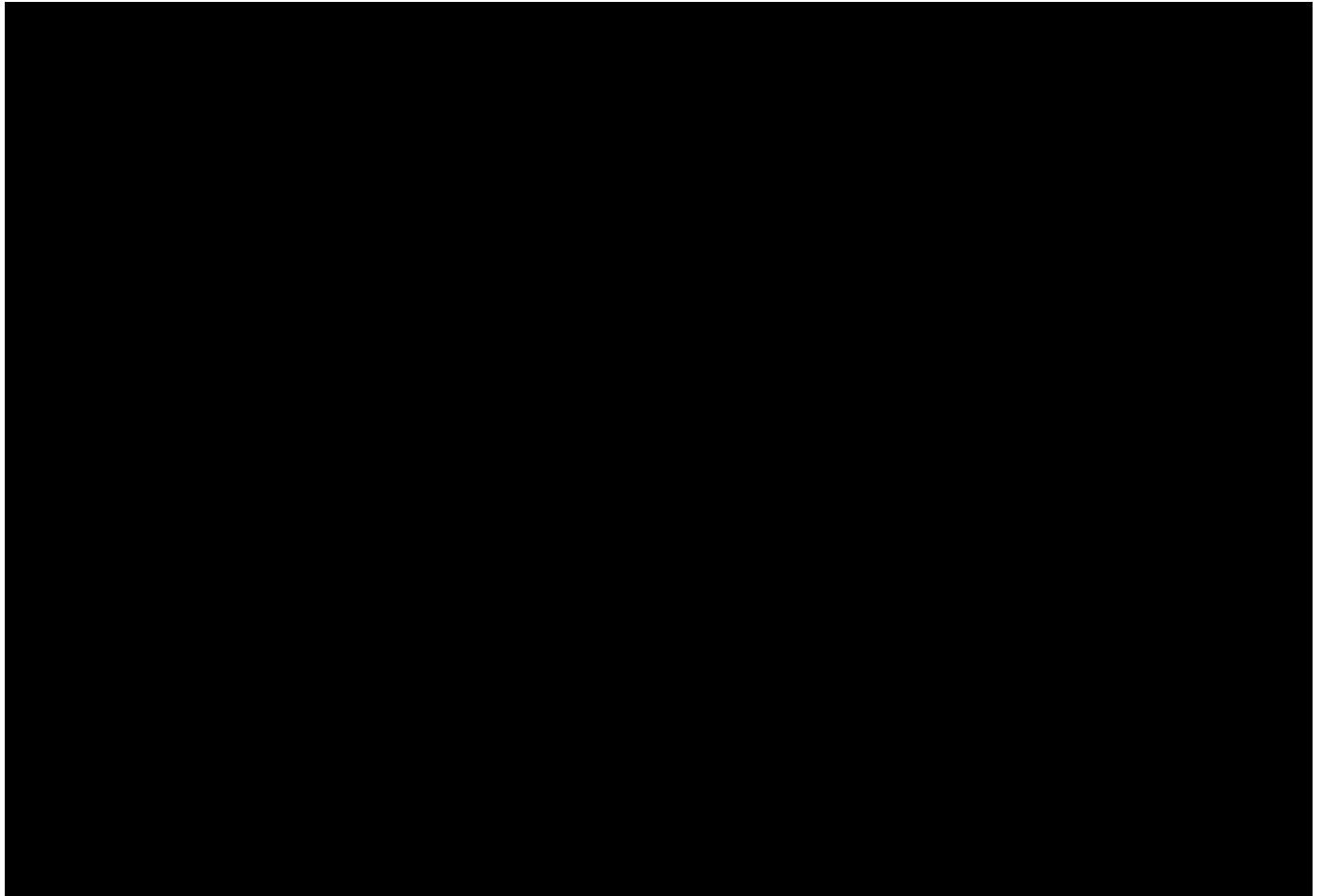
3.11 Degradation mitigation plan – If applicable to the proposal's technology type, specify the anticipated degradation rate (absent any mitigation) and plan for mitigation of output degradation (e.g., augmentation schedules or over build plans).





Section A-4: Environmental Attribute Delivery Plan

4.1 For each Transmission Project and Distribution Project being bid, please provide documentation and information demonstrating that the project will deliver into the Distribution Companies' NEPOOL GIS accounts, GIS Certificates representing CPECs and any other Environmental Attributes, as applicable associated with the energy storage project. Please describe whether transfer of all GIS Certificates is authorized under the current ISO-NE GIS rules and protocols, or if a rule or protocol change is required. To the extent such change is required, please provide details regarding the proposal and the process for implementing the change.



Section A-5: Financial and Legal

For all project-specific questions in Section A-5, if bidding in multiple Transmission Projects or Distribution Projects, please answer each question for each Transmission Project or Distribution Project being bid.

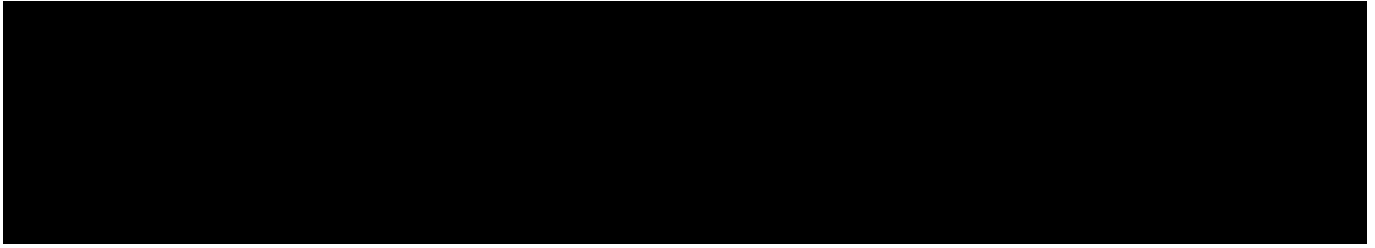
5.1 Except for existing Energy Storage Systems, which do not need to demonstrate that a long-term contract under Section 83E is necessary to facilitate financing, please submit information and documentation that demonstrates that long-term contracts resulting from this RFP Process would either permit the bidder to finance, or refinance, its proposal that would otherwise not be financeable or assist the bidder in obtaining financing of its proposal.

5.2 Please provide a description of the business entity structure of the bidder's organization from a financial and legal perspective, including all general and limited partners, officers, directors, managers, members and shareholders, involvement of any subsidiaries supporting the project, and the providers of equity and debt during project development. Provide an organization chart showing the relationship between the equity and debt participants and an explanation of the relationships. For jointly owned facilities, identify all owners and their respective interests, and document the Bidder's right to submit a binding proposal.

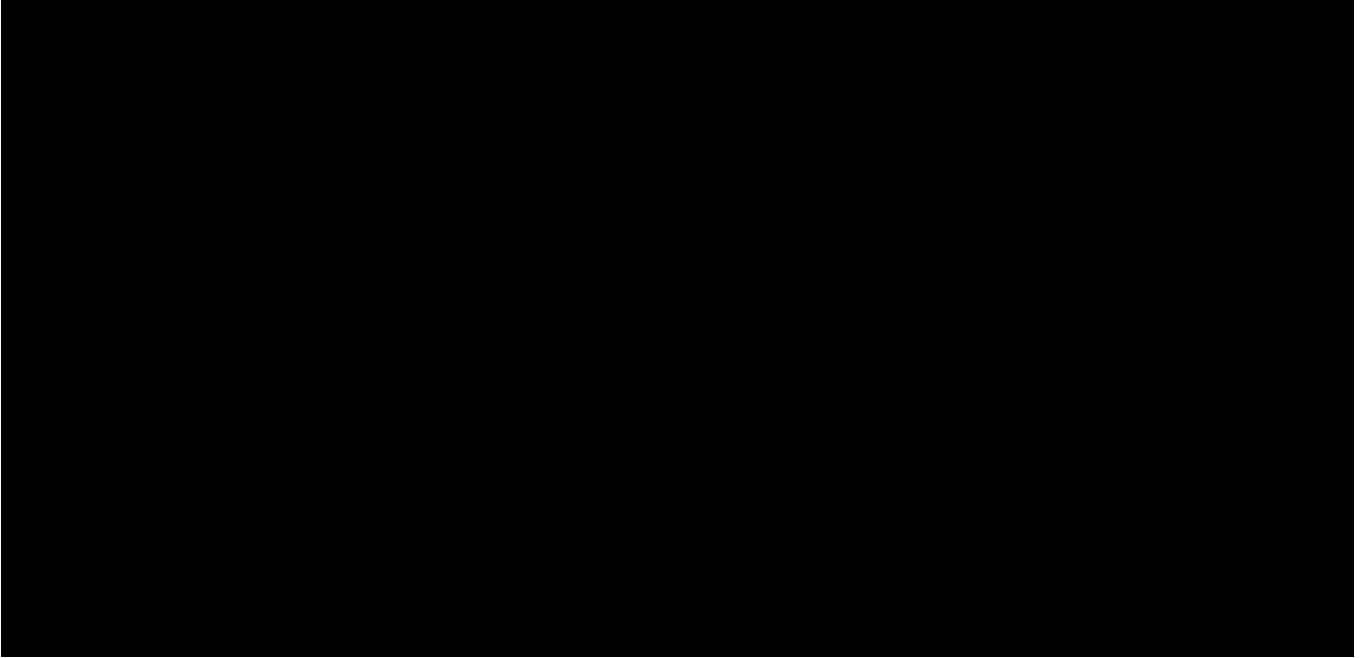
Please refer to the attachment titled **13.1. – ALL – Org Chart** for details on the relationship between separate BlueWave entities and the Project companies. For personnel hierarchy, please refer to the attachment titled **13.3. – ALL – Key Personnel Resumes**.

5.3 Please provide a description of the financing plan for the project, including construction and term financing. The financing plan should address the following:

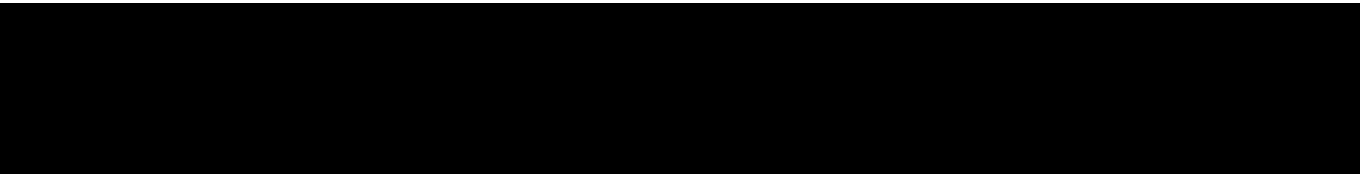
- i. Who will finance the project (or are being considered to finance the project) and the related financing mechanism or mechanisms that will be used (i.e. convertible debenture, equity or other) including repayment schedules and conversion features



ii. The project's existing initial financial structure and projected financial structure



iii. Expected sources of debt and equity financing



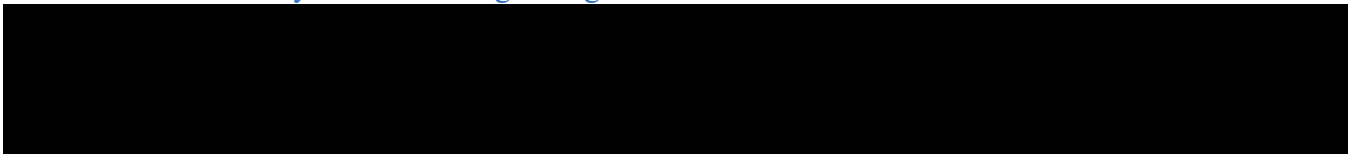
iv. Estimated construction and other costs to develop and operate the project

See project specific response forms.

v. The projected capital structure

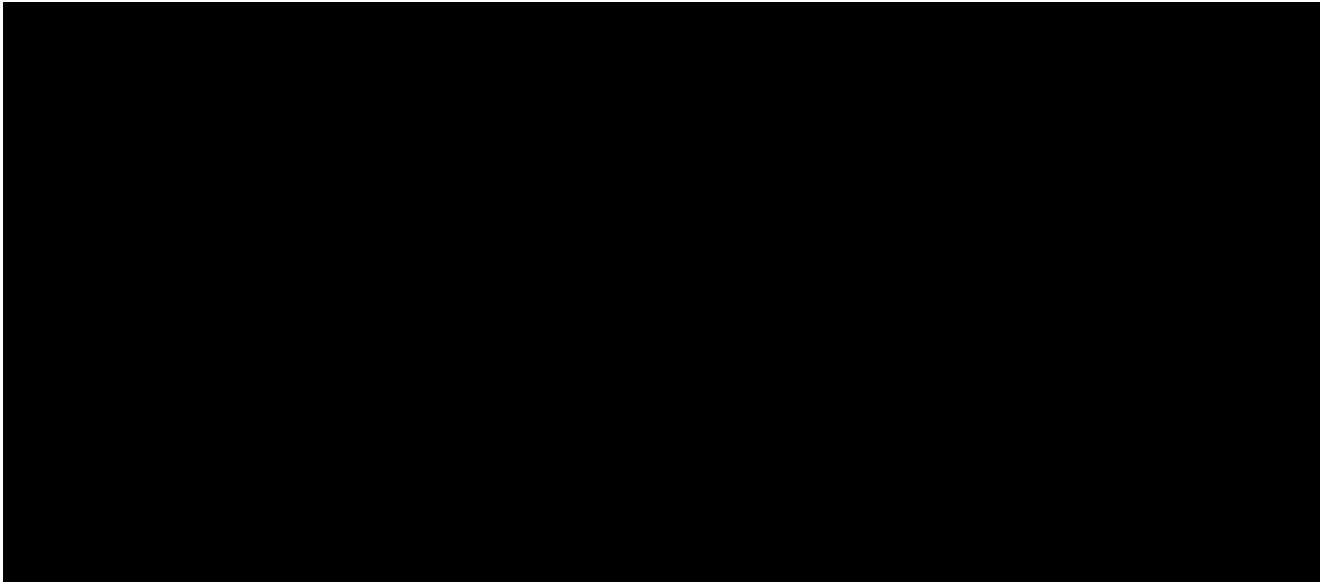
See project specific response forms.

vi. Describe any agreements, both pre and post commercial operation date, entered into with respect to equity ownership in the proposed project and any other financing arrangement.





- vii. In addition, the financing plan should address the status of the above activities as well as the financing of development and permitting costs. All bidders are required to provide this information.



5.4 Please describe any financial commitments to enter into long-term contracts with businesses, nonprofit organizations, a municipality or group of municipalities, or other sources of long-term revenue.

None.

5.5 Please describe the status of the commitments with any offtakers, including any executed agreements, provided that such agreements may be contingent on the project being selected for contracting under this RFP.

The Projects have not executed any offtake agreements or made any other commitments with offtakers.

5.6 Provide documentation illustrating the experience of the bidder in securing financing for projects of similar size and technology. For each project previously financed provide the following information:

- i. Project name and location
- ii. Project type and size
- iii. Date of construction and permanent financing
- iv. Form of debt and equity financing
- v. Current status of the project

Project Financing Experience	
Project 1	
Name	Barnard Rd B
Location	Granville, MA
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 2	
Name	South Lane C
Location	Granville, MA
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 3	
Name	South Lane E
Location	Granville, MA
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 4	
Name	Pine Meadow Rd A
Location	Northfield, MA
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 5	
Name	Pine Meadow Rd B
Location	Northfield, MA

Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 6	
Name	Bruce Hill Rd B
Location	Harpersfield, NY
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 7	
Name	Bruce Hill Rd C
Location	Harpersfield, NY
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 8	
Name	South St
Location	Dayton, ME
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 9	
Name	New County Rd
Location	Saco, ME
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	

Form of Equity Financing	
Current Status of Project	
Project 10	
Name	Tremont St
Location	Dighton, MA
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 11	
Name	Oak St
Location	Douglas, MA
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 12	
Name	Sykes St
Location	Palmer, MA
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 13	
Name	Sanford
Location	Sanford, ME
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 14	
Name	Haverhill Hilldale Ave P2
Location	1050 Hilldale Ave, Haverhill MA

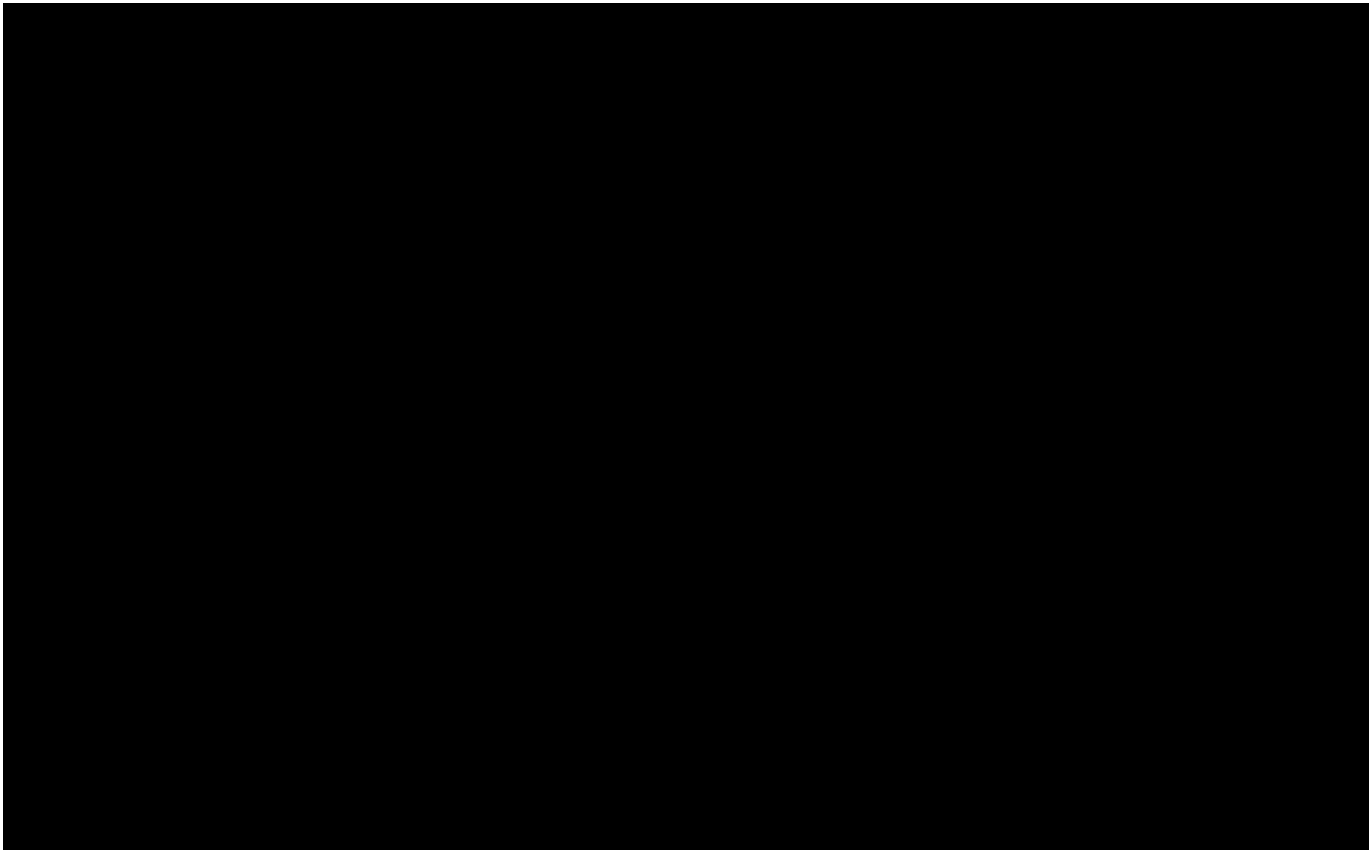
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	
Project 15	
Name	Greenfield Bernardston Rd
Location	1255 Bernardston Rd, Greenfield MA
Type	
Size	
Date of Construction	
Date of Permanent Financing	
Form of Debt	
Form of Equity Financing	
Current Status of Project	

5.7 Please provide evidence that the bidder has the financial resources and financial strength to complete and operate the project as planned, including contingencies for project delays or cost overruns.

5.8 Please provide details of any financial difficulties by the bidder or any of its past or present affiliates which impaired the viability and/or financing of the development and construction of projects of similar type, size, and complexity of the proposed eligible project or other large scale renewable energy project, including any past terminated projects and claims of financial difficulties. Bidders must demonstrate how the proposed eligible project materially differs from any past projects and demonstrate fully the financial viability of the project as bid.



5.9 Describe the assumptions applied by Bidder regarding forecast changes in project costs during the contract term, interest rates over the development period, key input commodity prices, and the methodology used to establish the project contingency amount. Additionally, describe the assumptions made regarding forecasted revenue from other sources (including but not limited to energy arbitrage, capacity and ancillary services markets, or other contractual arrangements) as well as the measure of discount applied to the value of these other revenue streams. Bidder must explain why these assumptions are reasonable and describe and quantify how the project as proposed is designed to absorb sufficient risk to ensure the project can be successfully financed at the proposed price.

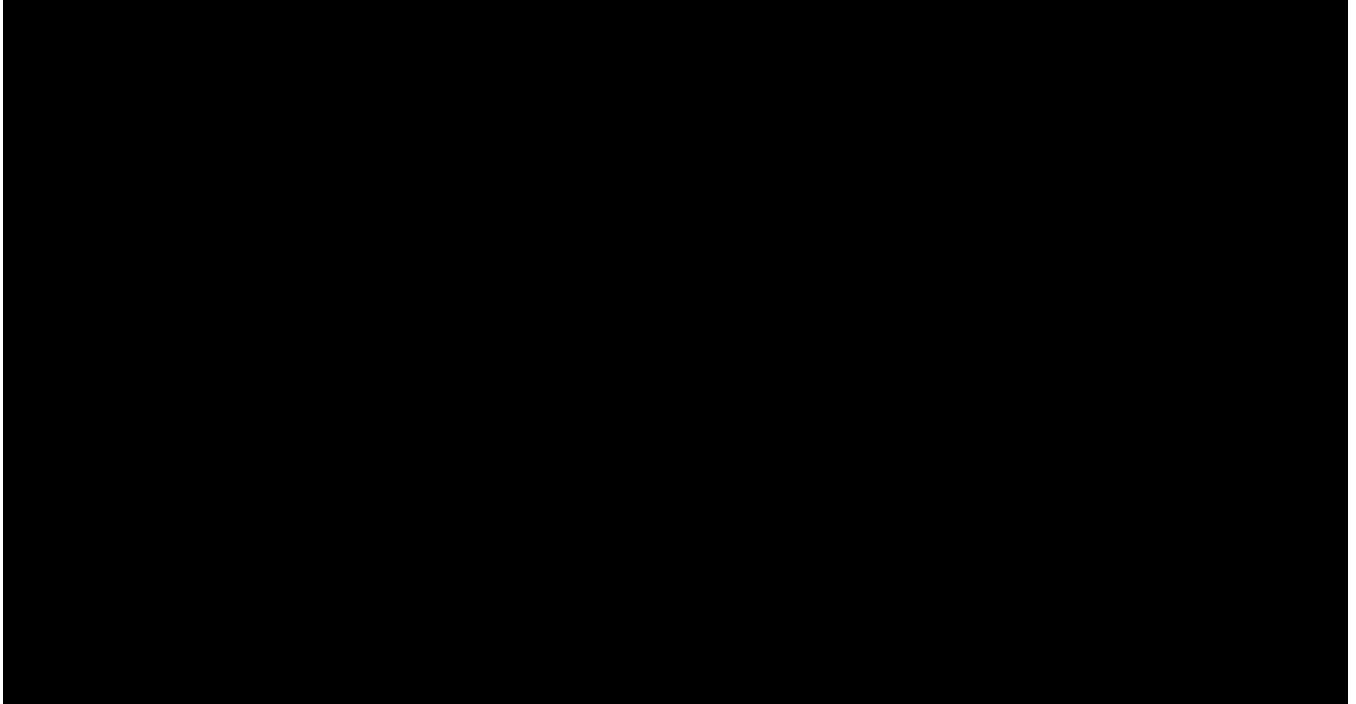


5.10 Provide complete copies of the most recent audited financial statement and annual report for each bidder for each of the past three years; including affiliates of the bidder (if audited statements are not available, reviewed or compiled statements are to be provided). Also, provide the credit ratings from Standard & Poor's and Moody's (the senior unsecured long term debt rating or if not available, the corporate rating) of the bidder and any affiliates and partners.

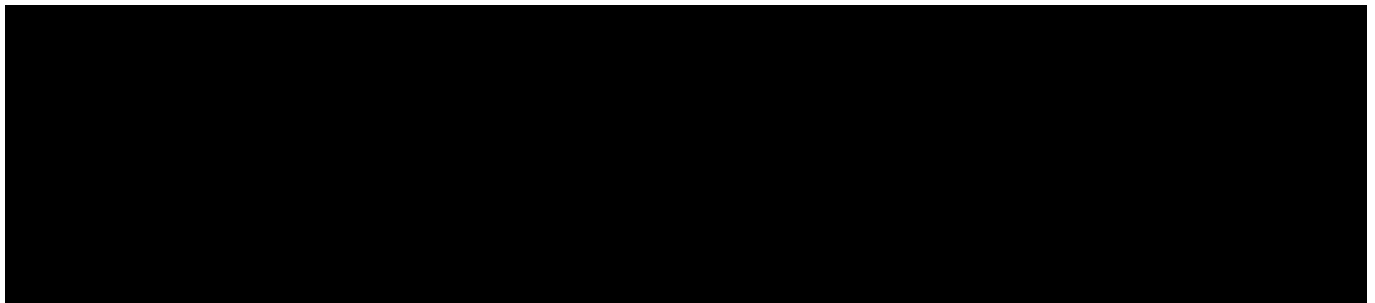
Refer to the files titled **5.10. - ALL - BlueWave 2024 Financial Statement** & **5.10. - ALL - BlueWave 2025 Financial Statement** for BlueWave's audited financial statements from the past two years. BlueWave does not have a credit rating.

5.11 Please also include a list of the board of directors, officers and trustees for the past three years and any persons who the bidder knows will become officers, board members or trustees.

Sponsor Board of Directors and Officers:

A large black rectangular redaction box covering the entire area where the list of board members and officers would be provided.

5.12 The bidder should demonstrate its ability (and/or the ability of its credit support provider) to provide the required security, including its plan for doing so.

A large black rectangular redaction box covering the entire area where the bidder's security demonstration and plan would be provided.

5.13 Provide a description of any current or recent credit issues/ credit rating downgrade events regarding the bidder or affiliate entities raised by rating agencies, banks, or accounting firms.

The Bidder and its affiliated entities are not currently rated by any credit rating agency and have not experienced any credit rating downgrades. The Bidder maintains strong financial standing and remains in good standing with its financing and banking partners.

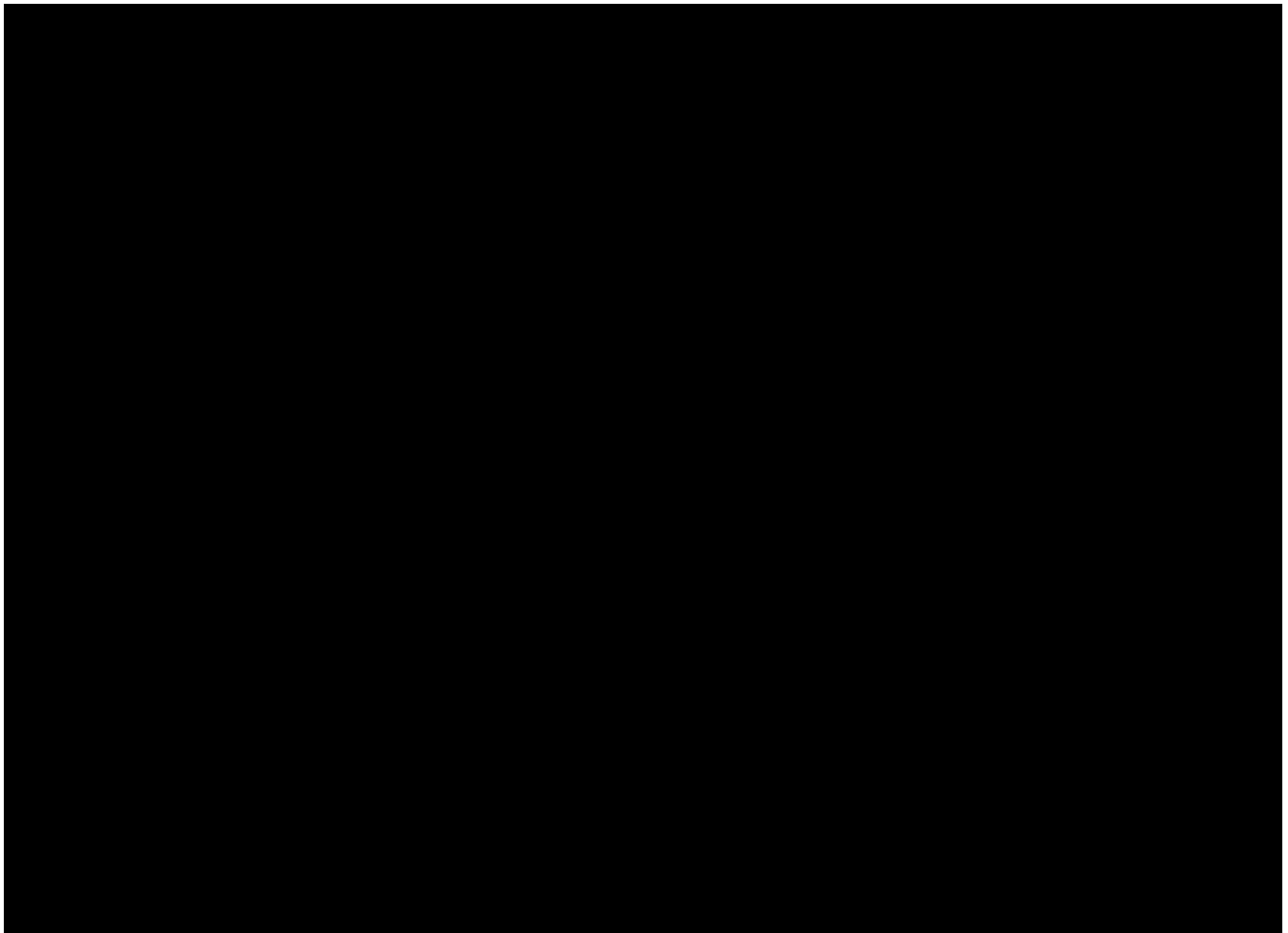
5.14 Describe the role of the Federal Investment Tax Credit ("ITC"), and any other incentives or awards, on the financing of the project. In your response, please describe (a) your plan to qualify for the ITC and the level of the ITC for which you plan to qualify, (b) the facilities,

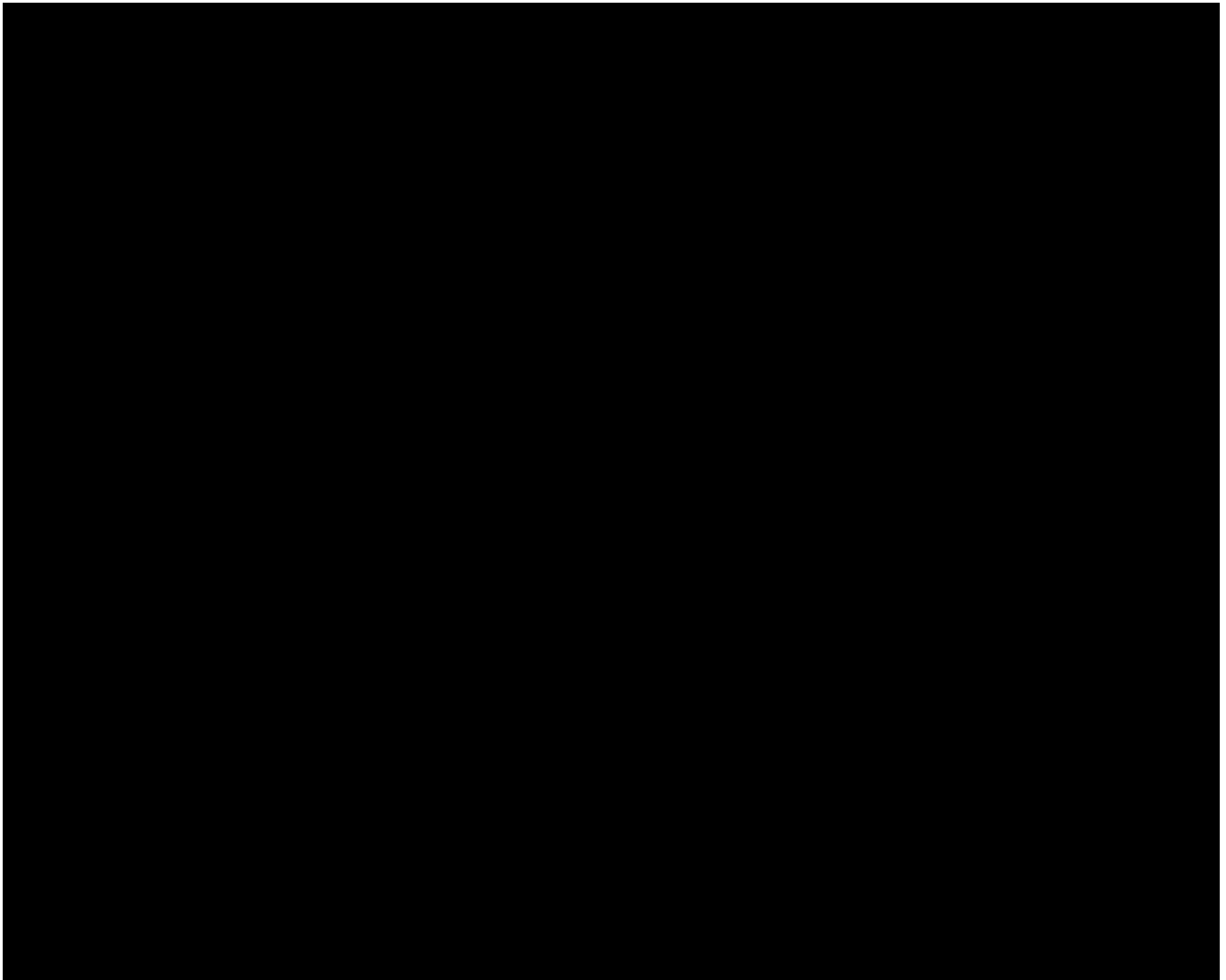
investment in which, the ITC is expected to apply, (c) your plan to utilize the tax credits and the relationship to your financing plan, and (d) how qualification for the ITC is reflected in your proposed pricing. Please also describe qualification plans, applicability and utilization of any other Federal incentives or awards.

Bidders must clearly state their assumptions regarding the availability of federal or state tax credits, subsidies, or grants or other incentives, including but not limited to those available under the Inflation Reduction Act of 2022 (IRA), the Infrastructure Investment and Jobs Act of 2022, and the One Big Beautiful Bill Act (the "OBBBA").

Bidders should describe any plans to meet federal domestic content and labor requirements in order to maximize federal tax credits available to the project under the IRA and the OBBBA . Bidders must also describe plans to pursue state funding available to energy storage projects.

As part of the provisions of the OBBBA, the Bidder must describe the credibility and status of compliance with "foreign entities of concern" (FEOC) and provide compliance documentation (e.g. preparation of non-FEOC reports, certifications, or existing safe harbor provisions). In addition to describing how bidder will qualify and demonstrate initial compliance with FEOC, bidder must also provide a description of bidder's plan to remain compliant throughout the life of the project, including but not limited to retaining effective control of the project throughout its lifecycle, to avoid any recapture of ITC.

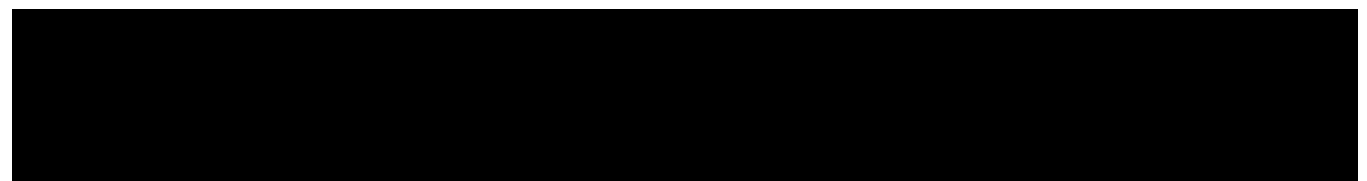


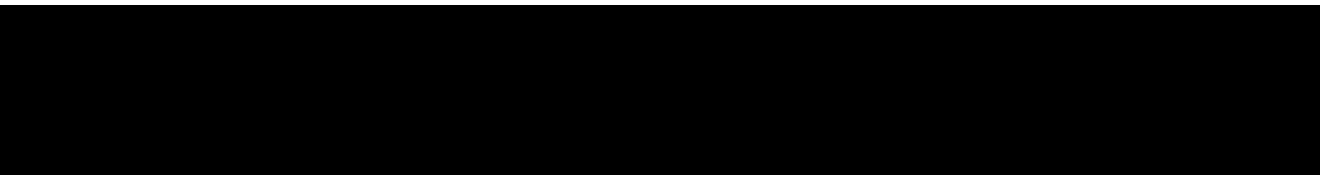


5.15 Bidders must disclose any litigation or disputes in the last three-year period related to projects developed, owned or managed by bidder or any of its affiliates in the United States, or related to any energy product sale agreement.

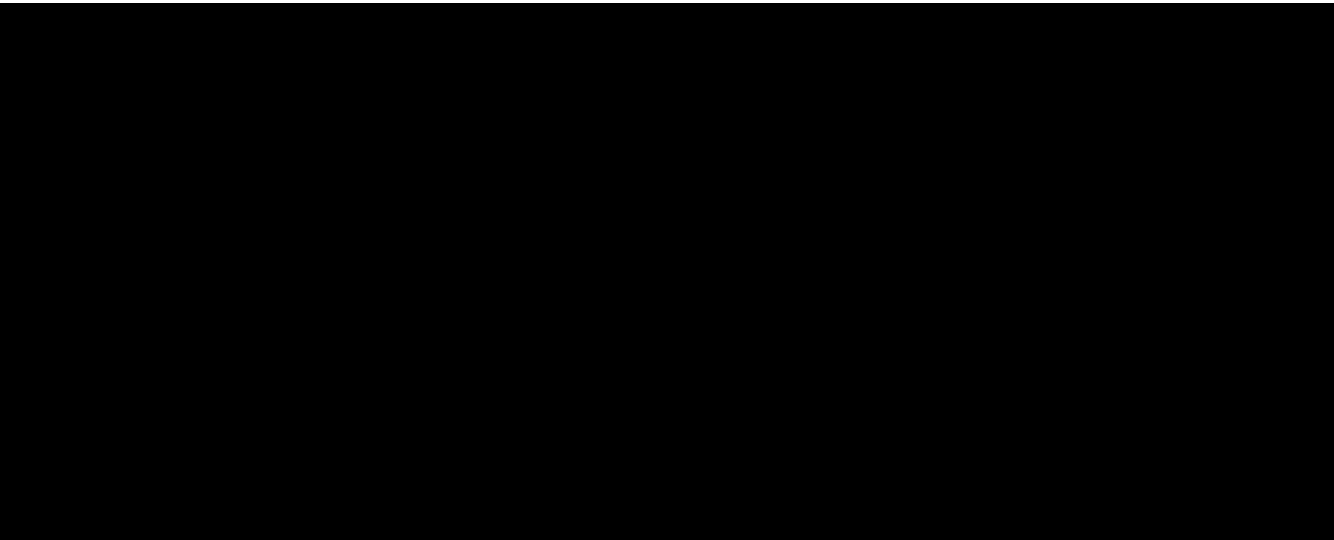
Bidder has been involved in typical litigation during the course of development and construction. Bidder has not been involved in any litigation related to an energy product sale agreement in the last three (3) years.

5.16 What is the expected operating life of the proposed project? What is the depreciation period for all substantial physical aspects of the bid, including generation facilities, delivery facilities to move power to the grid, and mandatory and voluntary transmission or distribution system upgrades?





5.17 Has the bidder already obtained financing, or a commitment of financing, for the project? If financing has not been obtained, explain how obtaining a long-term agreement as proposed will help you in obtaining financing for the proposed project, in obtaining more favorable term for the financing of the proposed project, or in supporting the future capital investment.



5.18 State whether the bidder or its affiliates have executed agreements with respect to energy, CPECs and/or capacity for the proposed project (including any agreements that have been terminated) and provide information regarding the associated term and quantities, and whether bidder has been alleged to have defaulted under or breached any such agreement. State whether the bidder or its affiliates have submitted proposals to other buyers, the status of consideration of such proposals, and the impact of such proposal(s), if they result in an executed contract or contracts, on the proposal(s) submitted in response to this RFP.

Bidder has not executed any such agreements with respect to the Projects and has not submitted proposals for such contracts to other parties.

5.19 List all of the Bidder's affiliated entities and joint ventures transacting business in the energy sector.

Please refer to the attachment titled **5.19. - ALL - BlueWave List of Entities**.

5.20 Has Bidder, or any affiliate of Bidder, in the last five years, (a) consented to the appointment of, or been taken in possession by, a receiver, trustee, custodian or liquidator of a substantial part of its assets, (b) filed a bankruptcy petition in any bankruptcy court proceeding, (c) answered, consented or sought relief under any bankruptcy or similar law or failed to obtain a dismissal of an involuntary petition, (d) admitted in writing of its inability to

pay its debts when due, (e) made a general assignment for the benefit of creditors, (f) been the subject of an involuntary proceeding seeking to adjudicate that Party bankrupt or insolvent, (g) sought reorganization, arrangement, adjustment, or composition of it or its debt under any law relating to bankruptcy, insolvency or reorganization or relief of debtors?

Neither Bidder nor any affiliate of Bidder has undertaken any of the actions described.

5.21 Briefly describe any known conflicts of interest between bidder or an affiliate of bidder and any Distribution Company, or any affiliates of the foregoing.

Bidder is not aware of any conflicts of interest between Bidder and its affiliates with any Distribution Company or affiliates thereof.

5.22 Describe any litigation, disputes, claims, complaints or notices of violation or potential violation involving the project or other energy storage projects involving the bidder or an affiliate of the bidder.

Neither Bidder nor its affiliates have any pending litigation or disputes involving the Projects or other energy storage projects.

5.23 Describe any failures by the bidder and/or its affiliates to achieve commercial operation dates under other long-term contracts. Bidders should also provide a credible description of how the current proposed project will avoid similar project delays or development issues.

Neither Bidder nor its affiliates have experienced commercial operation delays under any long-term contracts similar to the contract contemplated by this procurement.

5.24 Describe any litigation, disputes, claims or complaints involving the bidder or an affiliate of bidder, against any Distribution Company or any affiliate of any Distribution Company.

Bidder and its affiliates have no litigation pending against any Distribution Company. Affiliates of Bidder have engaged in dispute resolution with Distribution Companies in the normal course of reconciliation of final invoices related to interconnection construction costs, and no such dispute resolution has escalated to a filed lawsuit.

5.25 Describe any litigation, disputes, claims or complaints, or events of default or other failure to satisfy contract obligations, or failure to deliver products, involving bidder or an affiliate of bidder, and relating to the purchase or sale of energy, capacity or environmental attributes or products.

Not applicable.

5.25 Confirm that neither bidder nor any directors, employees or agents of bidder, nor any affiliate of bidder are currently under investigation by any governmental agency, and that none of the above have in the last four years been convicted or found liable for any act prohibited by State or Federal law in any jurisdiction involving conspiracy, collusion or other impropriety with respect to bidding on any contract, or have been the subject of any debarment action (detail any exceptions).

To the best of Bidder's knowledge, this is confirmed.

5.26 Identify all regulatory and other approvals needed by bidder to execute a binding sale agreement.

Bidder must obtain Board approval to execute the binding sale agreement. *See project specific bid forms* for details on interconnection approval.

No Federal Energy Regulatory Commission (FERC) approvals are required prior to Bidder executing a binding sale agreement. Bidder anticipates filing with FERC for Exempt Wholesale Generator (EWG) status pursuant to 42 U.S.C. §§ 16451–16463 and for Market-Based Rate Authority (MBR) pursuant to Section 205 of the Federal Power Act, 16 U.S.C. § 824d prior to operating each Project. Neither is required prior to executing a binding sale agreement.

5.27 Describe how the project will conform to FERC's applicable regulatory requirements, including, but not limited to, FERC requirements relating to allocation of transmission capacity and open access, the justness and reasonableness of rates, the potential for undue preference or discrimination, and affiliate dealings, if any. Describe how your proposed approach is consistent with FERC precedent and ratemaking principles.

Bidder has obtained interconnection for two Projects (Acton and Swansea) and expects to obtain interconnection for the Newburyport Project shortly, through the Massachusetts interconnection process administered by the Massachusetts Department of Public Utilities and the interconnecting electric distribution companies. BlueWave has fully executed Interconnection Service Agreements (ISAs) for the Acton and Swansea Projects, which are referenced in section 6.1.iii. For the Newburyport Project, National Grid delivered the final ISA on September 25, 2026, and the ISA should be fully executed before the end of October. The Projects will take the steps outlined in the ISO-NE Tariff to screen for and, if applicable, establish equivalent Capacity Network Resource Capability (eCNRC) (see Section II.48.5 of the ISO-NE OATT), consistent with the requirements of Section 2.2.1.6 of this RFP. For the Action Project, it holds a Capacity Supply Obligation secured under FCA 19, so has met equivalent Capacity Network Resource Capability (eCNRC) requirements (see Section II.48.5 of the ISO-NE OATT).

Each Project will meet applicable FERC requirements by certifying as an Exempt Wholesale Generator (EWG) under 42 U.S.C. §§ 16451–16463 and obtaining Market-Based Rate Authority from FERC pursuant to Section 205 of the Federal Power Act. This is a standard and well-established approach for standalone battery energy storage projects and is consistent with FERC precedent for similarly situated storage facilities.

Market participation will be at market-based rates consistent with all ISO-NE market rules and FERC-approved tariffs, inclusive of utility-filed Wholesale Distribution Tariffs. The Market-Based Rate Authority is premised on a showing that the seller lacks market power and cannot exercise undue preference or discrimination, as determined by FERC through its standard market power screens. The Projects will comply with all open access requirements applicable to market participants under the ISO-NE Tariff. Bidder is not an affiliated company of any Massachusetts investor-owned electric distribution company. Accordingly, FERC requirements relating to affiliate dealings and the potential for undue preference or discrimination with respect to the distribution companies are not implicated.

5.28 Describe and document any and all direct and indirect affiliations and affiliate relationships, contractual, financial or otherwise in the past three years between the bidder and one or more of the Distribution Companies and their affiliates, including all relationships in which one of the Distribution Companies or their affiliates has a financial or voting interest (direct or indirect) in the bidder or the bidder's proposed project. These relationships include:

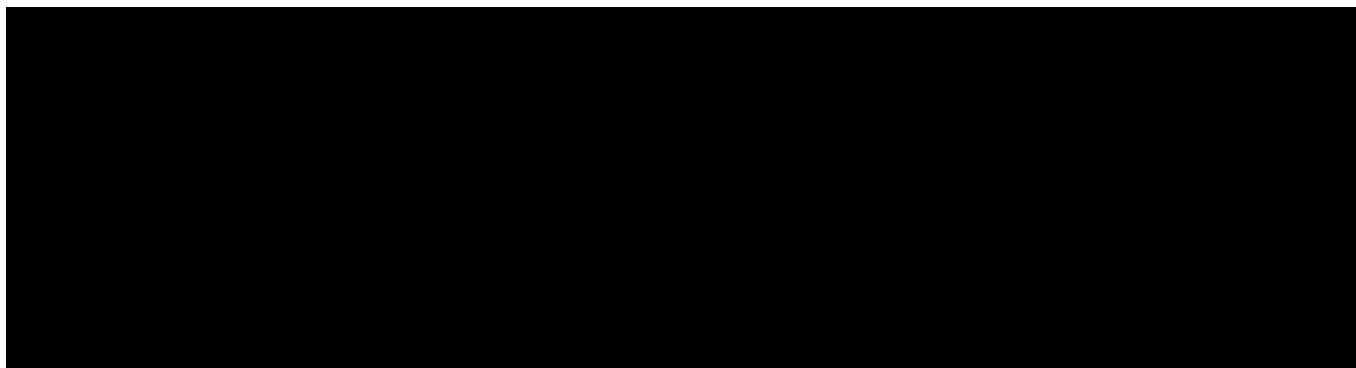
- i. Corporate or other joint arrangements, joint ventures, joint operations whether control exists or not;
- ii. Minority ownership (50% or less investee);
- iii. Joint development agreements;
- iv. Project agreements;
- v. Operating segments that are consolidated as part of the financial reporting process;
- vi. Related parties with common ownership;
- vii. Credit, debenture, and financing arrangements, whether a convertible equity feature is present or not;
- viii. Wholly owned subsidiaries; and
- ix. Commercial (including real property) relationships with any Distribution Company

Bidder confirms that no such relationships exist, and that Bidder is unrelated to the Distribution Companies and their affiliates. The only contractual relationships Bidder or its affiliates have with Distribution Companies are its interconnection agreements routinely required for the development and operation of Bidder's current and in-development energy projects and any utility easements entered in connection with such projects.

Section A-6: Interconnection, Deliverability, and Reliability

Please answer the following questions in Section A-6 for each Transmission Project and Distribution Project being bid:

6.1 Please provide documentation to show evidence of the interconnection request or application to ISO-NE or the applicable Distribution Company. For Transmission Projects, provide evidence of a commitment to interconnect to the ISO-NE PTF at a level equivalent to the Capacity Capability Interconnection Standard, or alternatively at the Network Resource Interconnection Standard under a Surplus Interconnection Service arrangement where the Original Interconnection Customer receives Capacity Network Resource Interconnection Service. For Distribution Projects, provide documentation describing the steps the project will take to screen for and, if applicable, establish equivalent Capacity Network Resource Capability (eCNRC) Please describe the status of any planned interconnection to the grid.



6.2 Provide studies that describe the Project's electrical system performance, its impact to the reliability of the New England Transmission system, how the project would satisfy ISO NE's I.3.9 requirements, and how the project, for Transmission Projects, will interconnect at an equivalent to the Capacity Capability Interconnection Standard or, for Distribution Projects, establish eCNRC. Projects that do not have I.3.9 approval from ISO-NE must include technical reports or system impact studies that approximate the ISO-NE interconnection process, including but not limited to clear documentation of study technical and cost assumptions, reasoning, and justification of such assumptions. All projects must also provide analysis that approximates the ISO-NE CCIS interconnection analysis as defined in the applicable ISO-NE Planning Procedure(s). Please also provide the status and expected completion date of any additional interconnection studies already underway with ISO-NE and/or the transmission owner. All studies must follow the current ISO-NE interconnection procedures and detail any assumptions regarding resources ahead of the Project in the ISO-NE interconnection process as defined in the ISO-NE tariff and/or Planning Procedure(s). All network upgrades identified in these studies must be clearly documented and included in the bid price. Provide a copy of an interconnection agreement, if any, executed by the bidder with respect to the proposed project. If an interconnection agreement has not been executed, please provide the steps that need to be completed before an interconnection agreement can be executed and the associated timeline.

- i. Copy of completed I.3.9 approval or I.3.9-equivalent study attached: ☒ If none, please explain:

See project specific bid response forms

- ii. Copy of completed CCIS-equivalent study attached: ☒ If none, please explain:

A CCIS study is not required as these are distribution projects. The Projects will obtain eCNRC instead, as detailed earlier in this section.

- iii. Copy of Interconnection Agreement attached: ☒ If none, please explain:

See project specific bid response forms.

- iv. Additionally, any other studies undertaken by ISO-NE, the Distribution Company(s), or the bidder must be provided

See project specific bid response forms.

6.3 If multiple Transmission Project interconnection requests or Distribution Project interconnection applications have been made, please specify all such active requests which have not been superseded by subsequent requests and information regarding the status of each. Provide copies of any requests made and studies completed.

Only one interconnection request was made for each of these Projects. Documentation for this is attached in 6.1.

6.4 Please provide cost estimates for any and all necessary network (transmission and/or distribution) upgrades identified in the studies identified in 6.2, or otherwise known to the bidder, and any payments that have been made towards those upgrades.

See project specific bid response forms.

6.5 Provide the electrical models for both Transmission and Distribution Projects for transmission level power flow analysis of all energy resources supporting the proposed project in accordance with the filing requirements of the ISO-NE Tariff Schedule 22 and 23. Distribution Projects should indicate the substation bus (not feeder) at which injected power is expected. NOTE: Short-circuit, stability, and PSCAD models are not required.

- i. Power flow modeling data attached: ☒ If none, please explain:

The Projects will interconnect to distribution system and have obtained an i.3.9 PPA approval form after going through an ASO study from the Distribution company. The only electrical models that have been created for the ASO study are in the PSCAD format. See *project specific bid response forms* for reference to project specific models.

6.6 Provide a copy of an electrical one-line diagram showing the interconnection facilities, the relevant facilities of the transmission and/or distribution provider, and any required network upgrades identified in the studies required in section 6.8 of this document

- i. Electrical one-line diagram attached: ☒ If none, please explain:

The single line file names can be found in the *project specific bid response forms*.

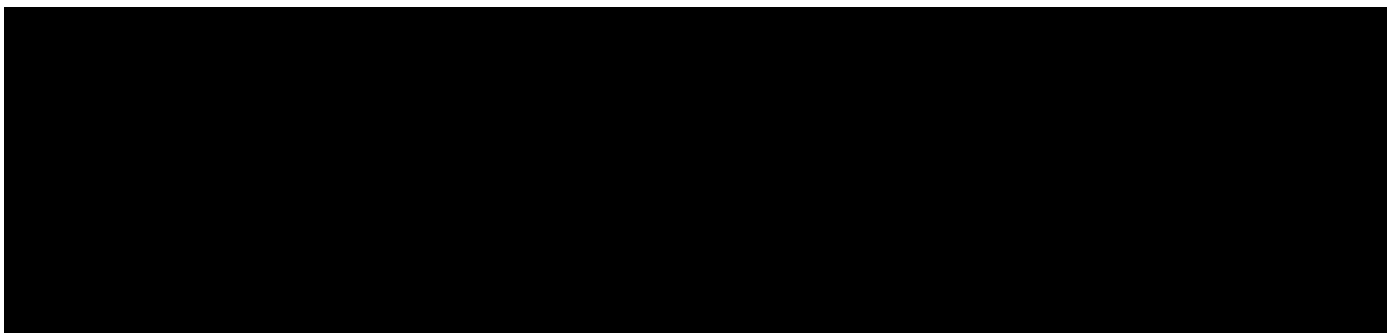
The files include electrical information on the POI/PCC work listed as part of the Projects' upgrades. Diagrams of network upgrades, if available, can be found in the System Impact Study provided by the Distribution Company.

6.7 Specify and describe the current or new interconnection facilities (lines, transformers, switching equipment, system protection and controls, etc.) that bidder owns or is intending to construct or have constructed in order to deliver the proposed energy, to the extent presently known.

The system upgrades required to connect these Projects are described in the Interconnection Service Agreement referenced in Section 6.2.iii. Upgrades to the distribution company-owned electric system will be built by the distribution company. BlueWave will construct customer-owned poles downstream of the Point of Common Coupling on the leased parcel's access road. This will consist of customer meter, load break, and riser poles.

6.8 Please detail with supporting information and studies (as available) that the production/delivery profile contemplated in your proposal reflects constraints or curtailments, if any, after the upgrades that are expected to take place for a Transmission Project, pursuant to interconnection at an equivalent to the CCIS. For a Distribution Project, detail any transmission or distribution upgrades expected to take place to establish eCNRC, to the extent presently known. If you are planning to make voluntary upgrades beyond those associated with the CCIS-equivalent standard or the eCNRC, please describe the transmission and/or distribution network upgrades necessary, their estimated cost (for which the bidder would have cost responsibility), and the impact on the proposed generation schedule by reducing remaining constraints or curtailment

There are no expected upgrades required to establish eCNRC beyond the upgrades required for the project to receive Permission to Operate/Authorization to Interconnect onto the Distribution system.



Section A-7: Siting, Permitting and Community

Please answer the following questions in Section A-7 for each Transmission Project and Distribution Project being bid:

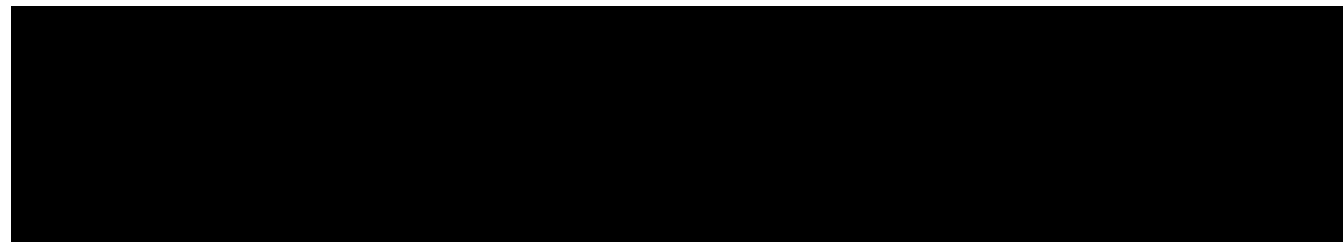
7.1 This section addresses permitting and other regulatory issues associated with project siting, development and operations for all phases of the project (including generation, delivery, storage, interconnection, etc.), and in all jurisdictions (state, local, federal). Provide a site plan (or plans) including a map (or maps) that clearly identifies the location of the proposed project site, energy storage project locations, the assumed right-of-way width, the total acreage for the Energy Storage System, the anticipated interconnection point (or, if applicable, multiple interconnection points), the related transmission and interconnection facilities, deployment facilities, and the relationship of the site to other local infrastructure, including transmission and distribution facilities, roadways, federal and state waters, and waterways. In addition to providing the required map(s), provide a site layout plan which illustrates the location of all major equipment and facilities described above

Plan included? Yes ☒ No ☐ If not, please explain:

See project specific bid response forms.

7.2 Identify any real property rights (e.g., fee-owned parcels, rights-of-way, development rights or easements or leases, or options to purchase or lease) that provide the right to use the energy storage site any rights of way needed for interconnection.

- i. Does the project have a right to use the eligible facility site for the entire proposed term of the LTC (e.g., by virtue of ownership or land development rights obtained from the owner)? Yes ☒ No ☐ If not, please explain.
- ii. If so, please detail the bidder's rights to control the Energy Storage System site and interconnection locations.



- iii. Describe the status of acquisition of real property rights, any options in place for the exercise of these rights and describe the plan for securing the necessary real property rights, including the proposed timeline. Include these plans and the timeline in the overall project timeline.

BlueWave has secured all real property rights via an executed Land and Lease Agreement for all Projects. Projects' leases include easements for access and distribution lines necessary for connection to all Project POIs.

iv. Identify any joint use of existing or proposed real property rights.

BlueWave has exclusive rights on the entirety of the lease area and there are no joint use of existing or proposed real property rights within said area. The only joint use would be common access easements of ingress and egress, which are secured in the Land and Lease Agreements.

v. Provide a copy of each of the leases, agreements, including option agreements, easements, rights of way and related documents granting the right to use the energy storage system site and transmission and interconnection locations (and applicable letters of intent if formal agreements have not been executed).

See project specific bid response form.

7.3 Provide evidence that the Energy Storage System site and interconnection locations are properly zoned or permitted. If the Energy Storage System site and interconnection locations are not currently zoned or permitted properly, identify present and required zoning and/or land use designations and permits and provide a permitting plan and timeline to secure the necessary approvals.

See project specific bid response forms.

7.4 Permitting plan and timeline - Enter appropriate explanation in this space or reference applicable attachment(s)

See project specific bid response forms.

7.5 Provide a description of the area surrounding the Energy Storage System site and interconnection locations, including a description of the local zoning, flood plain and aquifer information, existing land or waterway use, and setting.

See project specific bid response forms.

7.6 If the bidder does not have interconnection facilities site control describe the status of the plan to obtain that control.

See project specific bid response forms.

7.7 Provide a list of all the permits, licenses, and environmental assessments and/or environmental impact statements required to construct and operate the project and progress towards each of them to date. Along with this list, identify the governmental agencies and municipalities that are responsible for issuing approval of all the permits, licenses, and environmental assessments and/or environmental impact statements. If a bidder has secured any permit or has applied for a permit, please indicate this in the response.

See project specific bid response forms.

7.8 Provide the anticipated timeline for seeking and receiving the required permits, licenses, and environmental assessments and/or environmental impact statements. Include a project

approval assessment which describes, in narrative form, each segment of the process, the required permit or approval, the status of the request or application and the basis for projection of success by the milestone date. All requirements should be included in the project schedule in Section 10.

See project specific bid response forms.

7.9 Provide information (a) demonstrating past and current productive relationships with host communities, federally recognized and state acknowledged tribes, Environmental Justice communities and other stakeholders; and (b) demonstrating your track record of avoiding, minimizing, and mitigating environmental, tribal, and environmental justice impacts from energy storage projects similar to the proposed project.

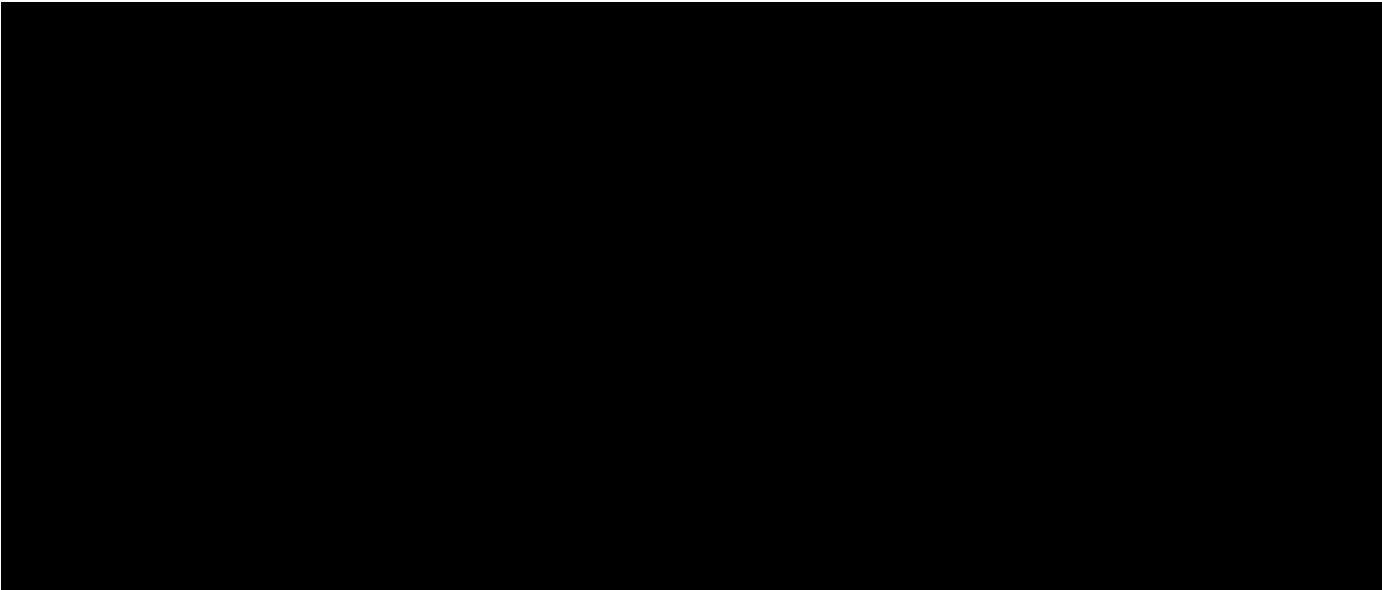
As a developer that has permitted, built, and now operates solar and battery storage projects across Massachusetts and the Northeast, BlueWave has significant experience communicating and working with project stakeholders, from local residents to tribes with historical land claims to community groups that stand to benefit from and support the distributed generation projects that Bidder is proposing.

Community engagement is an integral part of BlueWave's development process: for each project, prior to permitting and regardless of size or location, the Bidder holds a community meeting with nearby residents to discuss the proposed project and solicit input and feedback that can be incorporated into the project design and overall plan. See **7.9. - Acton - Community Meeting Notification Letter** under the Acton Project Attachments for an example of the type of communication that was sent out to local residents ahead of formal permitting activities. If significant potential impacts are perceived by the community, BlueWave works diligently to answer any and all questions regarding the project and how impacts can be avoided or mitigated, working with stakeholders and the city or town staff to design and propose a project that generates the maximum benefits for the local community and the grid.

An example of this type of engagement is evidenced by the permitting process for the Acton Project. Before and throughout the permitting process, nearby residents expressed some concerns. Many of the concerns stemmed from a lack of information on energy storage technology, product and site design, and how a response to a potential thermal or safety event would be handled. Over the course of nine months, BlueWave provided answers to every question raised by residents or members of the town boards, submitted supplemental information demonstrating how the system would be designed and operated safely, and worked with the town to identify and incorporate additional project conditions that would help mitigate potential concerns or impacts. This is evidenced by the thirty-two (32) conditions incorporated into the Board of Health permit issued to the Acton Project.

BlueWave's approach to mitigating environmental and other impacts is multi-tiered. First, BlueWave always seeks to site projects on the most appropriate locations that are also feasible from an interconnection perspective. Parcels are selected where BESS systems can be sited to incorporate setbacks above and beyond NFPA or town zoning requirements, often seeking a minimum of 100ft. setback from either property lines or potential sensitive receptors off-site. This standard was incorporated into each of the Newburyport, Swansea, and Acton Projects. Where possible, siting entirely outside of buffer zones for wetland or other potential environmental resources is the standard, including areas of high risk for flood (beyond FEMA mapped zones).

Of the projects BlueWave developed, owns, and operates, one is located within an Environmental Justice community in Palmer, Massachusetts. This is a 4.9 MWdc solar project with 3 MW/12 MWh of paired energy storage participating in the SMART Program. This project has been constructed and is operating as intended, with no negative impacts to local residents or the community. Furthermore, this project generates material benefits to the local communities, both in the form of monetary benefits through PILOT payments and, also, by generating renewable energy that reduces reliance on fossil-fuel generators that increase emissions. This project is also delivering benefits to low-income customers in Salem, Massachusetts through participation in the SMART Program's community solar program.



On the same solar and storage project in Northfield, BlueWave partnered with the landowners, who are farmers, to design the project as a dual-use/agrivoltaics facility. BlueWave has pioneered agrivoltaics in Massachusetts across a number of projects, expending significant effort and resources to design projects that are more harmonious with both the land and the existing communities they are located in. BlueWave has partnered with groups such as the American Farmland Trust to connect with additional farmers across the northeast who are seeking to increase utility and revenue on their land, without giving up ownership or departing from its original agricultural use. These types of projects help preserve the existing land use, further reduce environmental impacts, provide additional income to farmers, and generate greater benefits for the communities they reside in.

7.10 Provide documentation identifying the level of public support for the project including letters from public officials, newspaper articles, etc. Include information on specific host community and localized support and/or opposition to the project of which the bidder is aware. Provide copies of any agreements with communities and other constituencies impacted by the project. Provide a stakeholder map and a plan for community engagement activities and targeted stakeholder outreach.

Various levels of stakeholder engagement have been conducted across the Projects given their varying levels of development maturity. Below are further details on each Project and associated community, and plans for further stakeholder outreach and engagement. See *project specific bid*

response forms for details.

Section A-8: Safety

Please answer the following questions in Section A-8 for each Transmission Project and Distribution Project being bid:

8.1 Please attach as detailed a safety plan as possible, given the stage of the project, which demonstrates compliance or intent to comply with all relevant federal, state, and local laws, codes, and standards. Safety plans must at a minimum comprise the following elements:

- i. Energy Storage System project drawings: Provide final, draft, or preliminary project drawings, including as much detail as known at the time of bid submission.

See project specific bid response forms.

- ii. Fire protection datasheets: Provide final, draft, or proposed technology fire protection system datasheets for the project.

- iii. UL equipment listings and certifications: List plans to comply with the applicable UL equipment listings and certifications. Optionally, bidders may provide supplemental commentary related to UL equipment listings and certifications that they believe may be relevant or useful to the Evaluation Team for the purpose of evaluating the bid.

- iv. Hazard mitigation analysis: Provide a final, draft, or plans to develop a project site-specific Hazard Mitigation Analysis (HMA), addressing thermal runaway, mechanical failures, and other potential equipment failures.

See project specific bid response forms.

- v. Emergency response plan: Provide a final, draft, or plans to develop a project site-specific Emergency Response Plan (ERP).

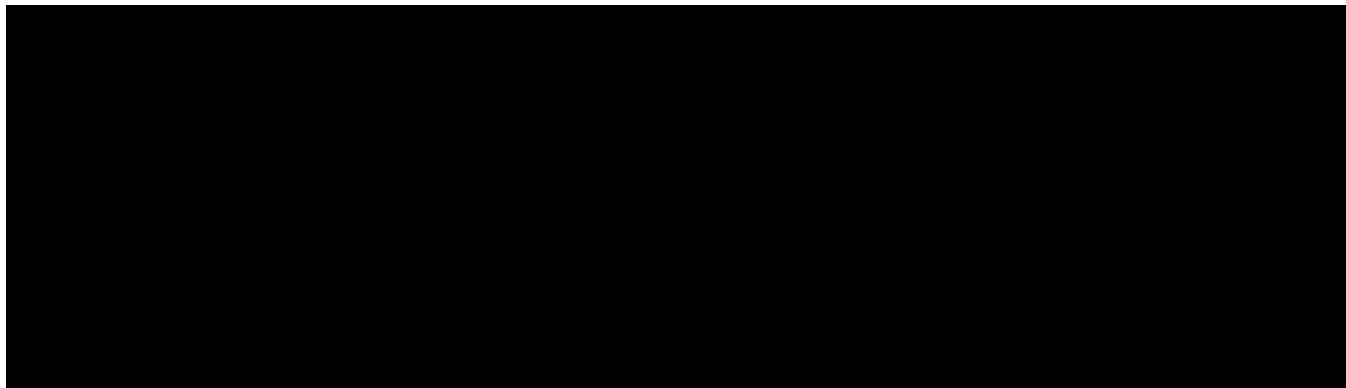
See project specific bid response forms.

- vi. Safety training materials: Provide final, draft, or plans to develop project site-specific safety training materials.

See project specific bid response forms.

- vii. Explosion control: Provide final, draft, or plans to develop project-specific explosion

control designs, including plans to comply with the applicable UL test results standards and plans to comply with applicable NFPA requirements



8.2 Please include a discussion on incident preparedness and address all steps the project has taken to avoid potential safety issues, mitigate safety issues when they occur, and protect property, personnel, and the surrounding community.

BlueWave, for all of its projects under development, construction, and operation, takes a multi-tiered approach to prepare for potential safety incidents and to avoid them. For sites under development, any BlueWave or consultant staff on-site are required to inform the landowner prior to being on-site, and appropriate safety equipment (hard helmet, high-vis safety vest, safety glasses) are required at all times for any active sites. Non-qualified personnel are required to be accompanied by an appropriate staff member from BlueWave's asset management team or the O&M contractor, at all times.

For sites in construction, any visitors to the site not directly employed by any on-site contractors or subcontractors are required to sign-in and sign-out of the site. Any visitors are to be accompanied at all times by either a designated Construction Manager from BlueWave or the contractor. Strict adherence to standard safety operating procedures for high-voltage sites and sites with heavy machinery is observed at all times.

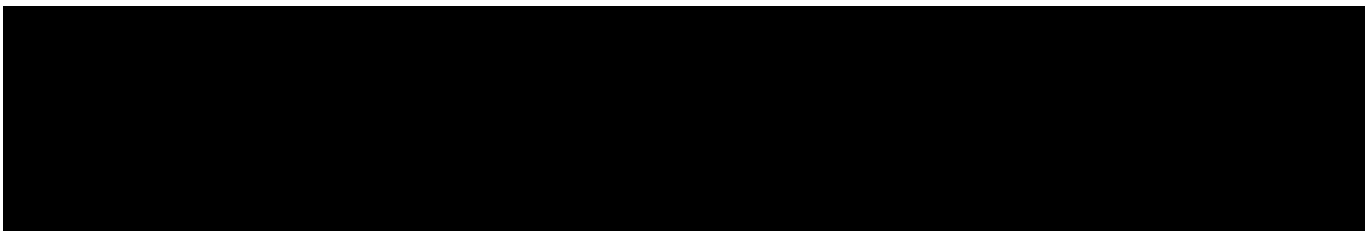
For sites in operation, similar standard operating procedures are observed. BlueWave's O&M provider identifies safety as a core operating principle and integrates safety oversight into its field operations. Their personnel are responsible for conducting safety inspections, enforcing company safety protocols, and ensuring compliance with applicable regulatory requirements. In addition, operating sites are monitored remotely 24/7, and if a safety event were to occur, it is immediately logged and reported, and appropriate personnel are dispatched to the site as needed.

Lastly, BlueWave requires all contractors during all phases of the project to provide us with a health and safety plan, or a hazard mitigation analysis (HMA) that provides means and methods the contractor uses to ensure safety practices and reduction of risk.

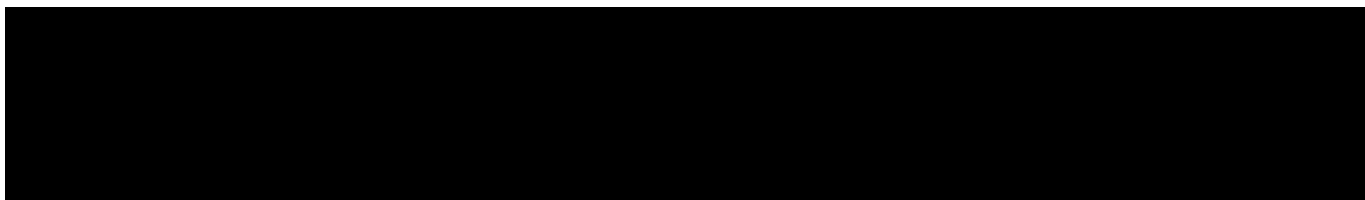
8.3 Please describe plans and measures to operate the facility safely, including but not limited to monitoring and maintenance procedures, mitigation features and potential failure modes.

BlueWave will operate the Projects under manufacturer requirements, applicable codes, and industry best practices. Safety measures include 24/7 monitoring, routine inspections, preventive maintenance, integrated fire detection/suppression, HVAC controls, SCADA/EMS alarms, and procedures to identify and isolate failure modes before they affect broader facility operation.

8.4 Please describe consequences resulting from various levels of potential failures and safety events.



8.5 Please discuss intentions to continuously improve the safety practices while operating the facility, such as plans for regular safety audits and feedback mechanisms.



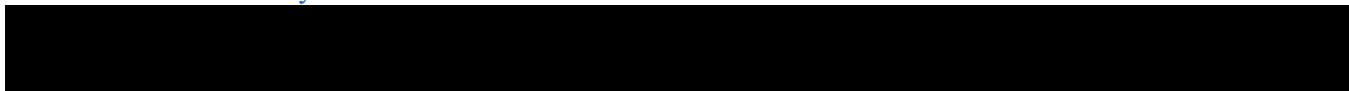
8.6 Please describe reporting protocols, both internally and externally.

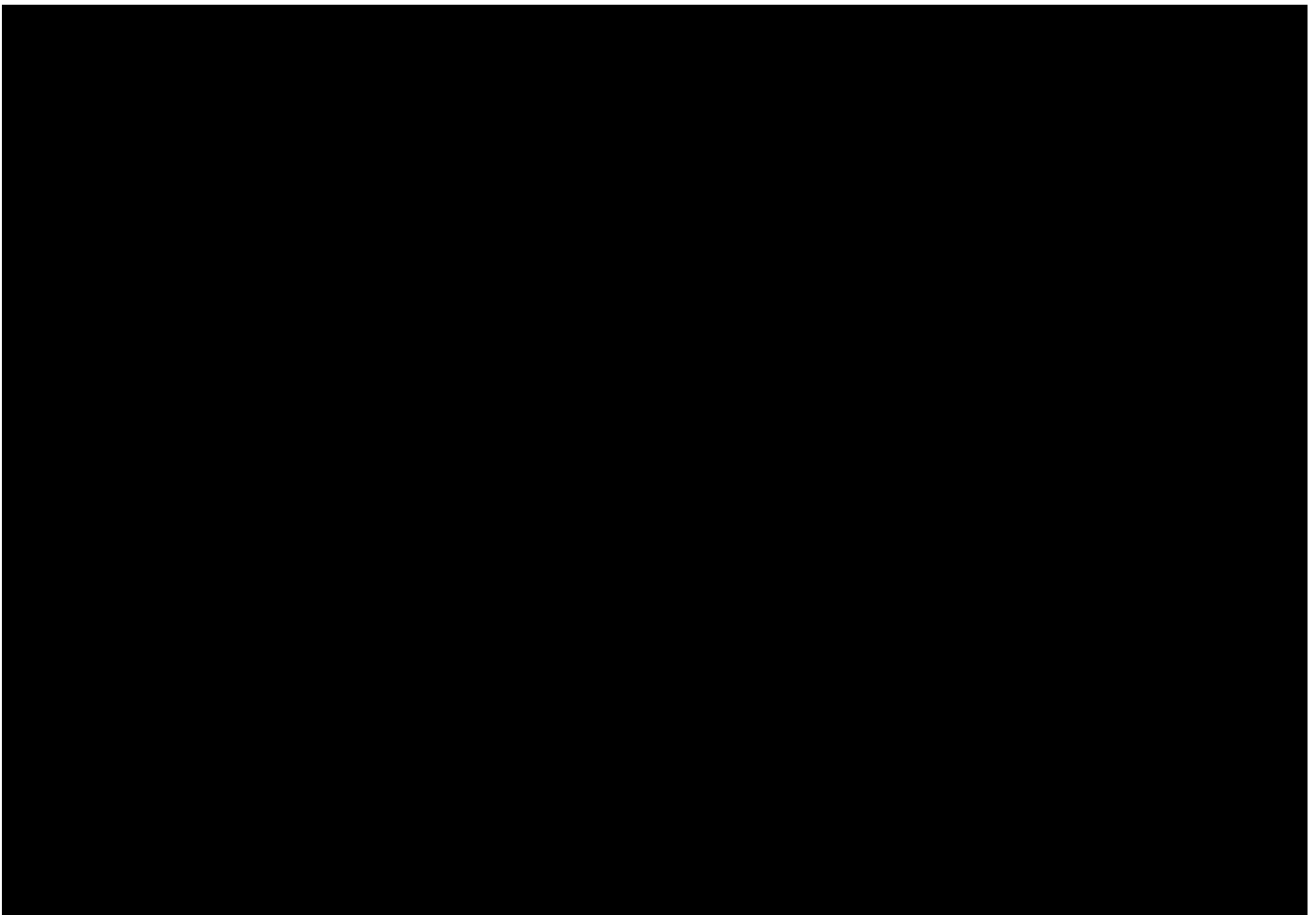
BlueWave will use defined internal and external reporting protocols. Internally, operations, asset management, finance, and executive stakeholders will receive routine performance, safety, availability, dispatch, revenue, and compliance updates. Externally, required reports will be provided to the Distribution Companies, ISO-NE, NEPOOL GIS, regulators, lenders, insurers, and local authorities as applicable, including incident, outage, settlement, environmental attribute, and contract compliance reporting.

8.7 Please describe bidder's experience employing safety plans for similar projects currently under construction or in operation, including bidder's approach to risk assessment, design standards, and coordination with local authorities and emergency responders. Please describe how bidder's safety protocols have evolved over time.

BlueWave has extensive experience implementing safety plans across distributed solar and BESS projects in construction and operation. Plans are developed through site-specific hazard reviews, code-compliant design, NFPA/UL standards, OEM requirements, and contractor controls. Bidder coordinates with AHJs, fire departments, and emergency responders on access, shutdown, incident response, and training. Protocols have evolved with BESS best practices, improved monitoring, fire mitigation, and lessons learned.

8.8 Have any of bidder's prior projects experienced fire incidents, thermal events, or related safety concerns? If so, please summarize the circumstances, response actions taken, and lessons learned for each relevant facility and location.





8.9 The project is encouraged to include testimonials and statements of support from local governments and first responder organizations to demonstrate robust stakeholder communication and participation in the project's safety plan. Please also provide evidence of community engagement towards acceptance of the facility, or a plan to work towards such engagement and acceptance.

In all of its proposed Projects, BlueWave seeks to engage with and involve staff and officials from the AHJ and first responder organizations as early as possible. Before permitting activities begin, BlueWave reaches out to the town or city to set up an informal kick-off meeting in order to introduce the project and discuss design, timeline, and, most importantly, safety details. Typically, BlueWave includes the Planning Department, Fire Department, Department of Health, and a representative from the Conservation Commission, if possible. To-date, many communities do not have zoning bylaws addressing energy storage systems. Therefore, the majority of early communications with town officials and first responders are focused on education, informing them of the latest products and testing standards, best practices for responding to safety events, and the general operational profile of the projects. See *project specific bid response forms* for details on project specific community engagement.

Section A-9: Engineering and Technology; Commercial Access to Equipment

This section includes questions pertinent to the engineering design and project technology. This section must be completed for all aspects of a project including but not limited to the Energy Storage System and associated operational plan and interconnection facilities. Bidders should provide information about the specific technology or equipment including the track record of the technology and equipment and other information as necessary to demonstrate that the technology is viable.

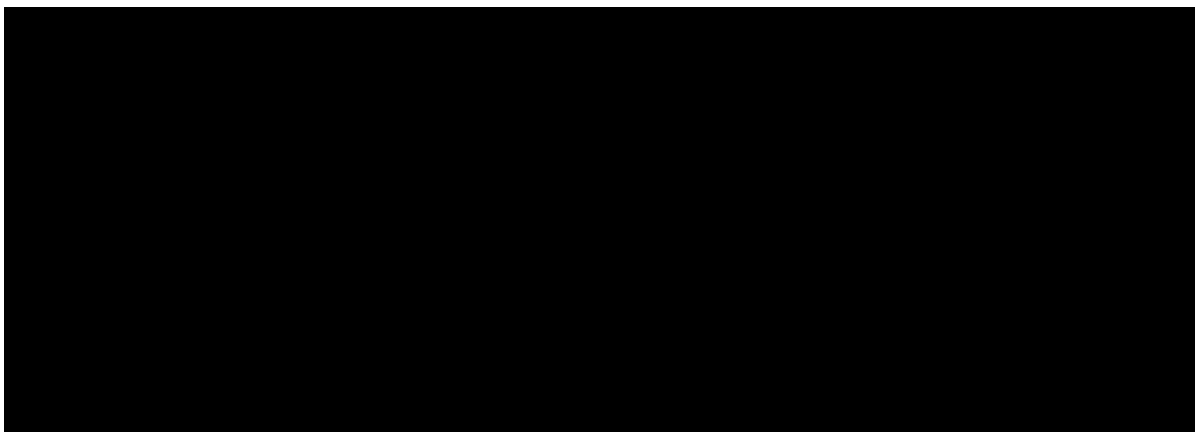
Please answer the following questions in Section A-9 for each Transmission Project and Distribution Project being bid:

9.1 Provide a reasonable but preliminary engineering plan which includes the following information:

- i. Type of energy storage technology (e.g., mechanical, chemical, thermal) and the specific details of the energy storage technology and how it works

A large black rectangular redaction box covering the answer to question i.

- ii. Major equipment to be used including the components of the energy storage technology itself and surrounding system (e.g., inverter, enclosures, HVAC, meters, electrical and communication equipment, fire suppression).

A large black rectangular redaction box covering the answer to question ii.

- iii. Manufacturer of each of the equipment components listed above as well as the location of where each component will be manufactured.

A large black rectangular redaction box covering the answer to question iii.

- iv. Status of acquisition of the equipment components, including whether orders are in place and/ or production slots secured

See project specific bid response forms.

- v. Whether the bidder has a contract for the equipment. If not, describe the bidder's plan for securing equipment and the status of any pertinent commercial arrangements

Equipment has not yet been purchased. Please see section 11.3 for more detail.

- vi. Equipment vendors selected/considered

See 9.1.iii above.

- vii. Track record of equipment operations, including safety record

- viii. Include all UL certifications and other relevant industry codes and standards for key equipment including but not limited to storage modules, power conversion system, and/or integrated product certifications

BESS: UL 1973, UL 9540A Cell, Module and Unit, UL 9540, UN38.3/UN3536, NFPA 855, NFPA72, NFPA 68, NFPA 69, NFPA70E

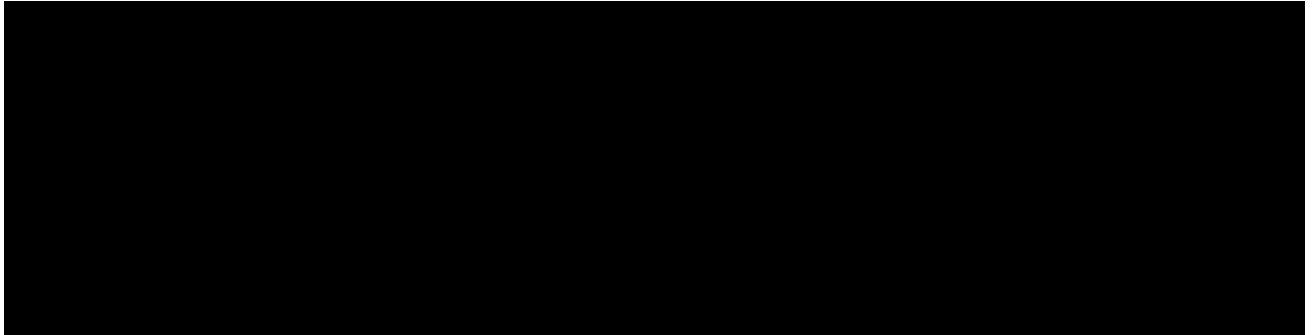
Inverter: UL 1741, IEC 62477-1, IEC 62909-1, IEEE C37.90.2

Transformer: IEEE C57.12.00, IEEE C57.12.34, IEEE C57.12.28/29, and applicable NEC requirements

Recloser: IEEE C37.60

GOAB: ANSI C37.30

- ix. Description of equipment warranties and guarantees, including terms and expiration

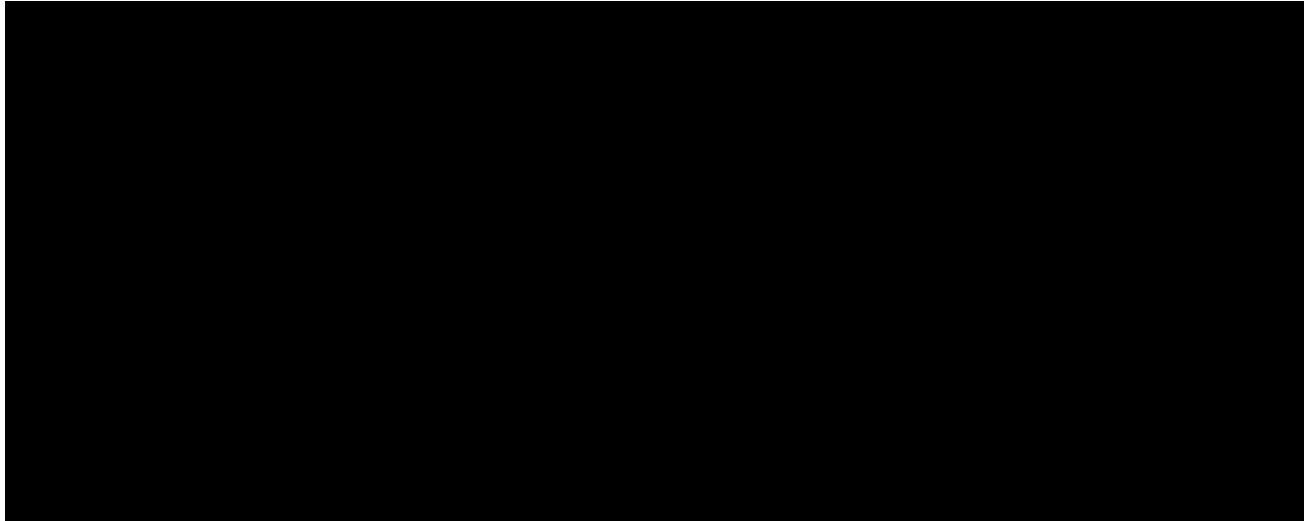


- x. If the equipment manufacturer has not yet been selected, identify in the equipment procurement strategy the factors under consideration for selecting the preferred equipment

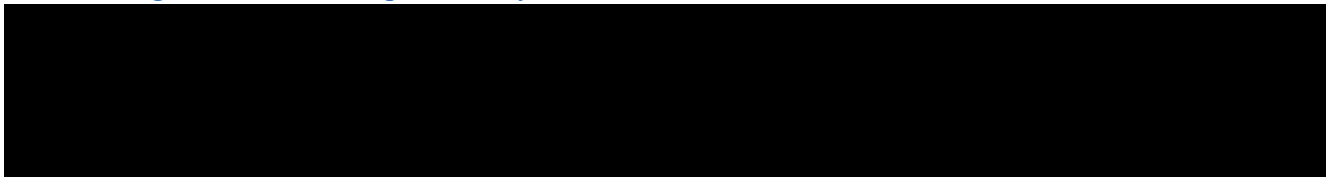
Please see the response to Section 9.2.

- 9.2 If the bidder has not yet selected the major equipment for a project, please provide a list of the key equipment suppliers under consideration.

As noted above, BlueWave has not yet finalized selection of the major equipment for the Projects, however here is a list of the key equipment OEMs that have been under consideration:

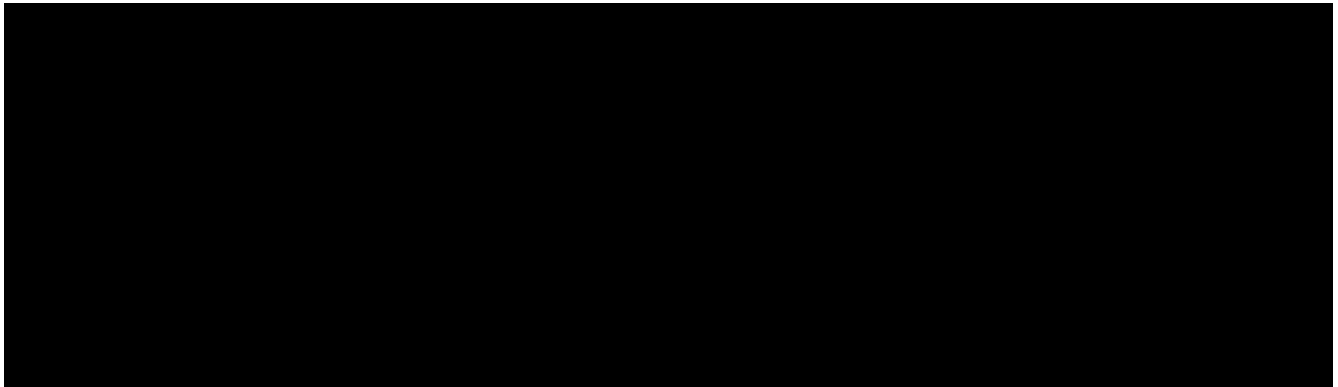


- 9.3 Please identify the same or similar equipment by the same manufacturer that are presently in commercial operation including the number installed, installed capacity and estimated generation for the past three years.



- 9.4 For less mature technologies or equipment, provide evidence (including identifying specific applications) that the technology or equipment to be employed for energy production is ready for transfer to the design and construction phases. Also, address how the status of the

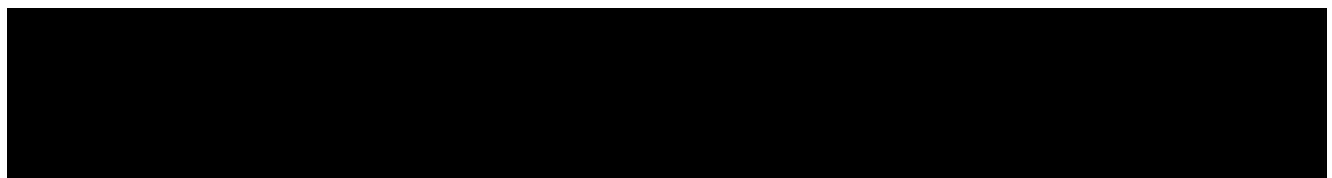
technology or equipment is being considered in the financial and permitting plans for the project. Provide the status of testing/qualification for any equipment in development.



9.5 Please indicate if the bidder has a full and complete list of equipment needed for all physical aspects of the bid, including the Energy Storage System and all equipment required for the System to fulfill its operational plan, and mandatory and voluntary transmission or distribution system upgrades. Include OEM-supplied data sheets for all equipment. If bidder does not have a full and complete list of equipment, identify the areas of uncertainty and when the full and complete list of equipment will be identified.

Yes, a full and complete equipment list is available.

9.6 Please indicate if the bidder has secured its equipment for all physical aspects of the bid, including the Energy Storage System and all equipment required for the System to fulfill its operational plan, and mandatory and voluntary transmission or distribution system upgrades. If not, identify the long-lead equipment and describe the timing for securing this equipment.



9.7 Does bidder intend to propose any technology (1) that it, its affiliates or parent companies have used in a prior project, (2) that has been involved in a fire or thermal event anywhere in the world and (3) that necessitated a root cause analysis? If yes, please submit the root cause analysis and related documentation as part of the bid package. If no, please state that this question is not



Section A-10: Project Schedule

A bidder must demonstrate that its proposal can be developed, permitted, financed, and constructed and be technically viable within a commercially reasonable timeframe. The bidder is required to provide sufficient information and documentation that shows that the bidder's resources, process and schedule are adequate for the acquisition of all rights, permits and approvals for all aspects of the project and for the financing of the project consistent with the proposed project milestone dates.

Bidders are required to provide a complete critical path schedule for the project from the notice of selection of the project for contract consideration to the start of commercial operations. For each project element, list the start and end date. The proposal must include a schedule with reasonable detail that demonstrates that the bidder has provided sufficient time for the application for, and receipt of, necessary permits, approvals, other commitments, project financing, completion of design work, and equipment procurement and construction in order to credibly complete the project reasonably consistent with the proposed Commercial Operation Date, meaning that the project is more likely than not to come online by the date that is projected within the proposal. If a bidder is developing the project in phases, it should include a schedule for each phase. For Transmission Projects, the bidder should include critical milestones in its markup to the Form LTC that are consistent with its proposal and are reasonably achievable.

Please answer the following questions in Section A-10 for each Transmission Project and Distribution Project being bid:

10.1 Identify the elements on the critical path. The schedule should include, at a minimum, preliminary engineering, financing, acquisition of real property rights, Federal, state and/or local permits, licenses, environmental assessments and/or environmental impact statements (including anticipated permit submittal and approval dates), completion of interconnection studies and approvals, procurement, facility contracts, start of construction, construction schedule, and any other requirements that could influence the project schedule and the commercial operation date.

See project specific bid response forms.

10.2 Describe and demonstrate that the project is more likely than not to come online by the commercial operation date that is projected within the proposal, as evidenced by documents filed by the bidder showing the following:

- i. Commencement of permitting processes;
- ii. A plan for completing all permitting processes;
- iii. Environmental assessment;
- iv. Viable financing plans along with detailed information requested in Section 2.2.2.4;
- v. Viable installation and electrical interconnection plans
- vi. Material progress towards the acquisition of all real property rights; and
- vii. Evidence of material vendor activity.

BlueWave's Projects proposed in this bid have demonstrated material progress toward the critical path items to remain on schedule to achieve the proposed COD dates. Several major milestones have been completed to achieve substantial de-risking of the Projects and remaining critical path items are

currently in progress or have an achievable plan and timeline to initiation. *See project specific bid response forms for additional information.*

10.3 Detail the status of all critical path items, such as receipt of all necessary siting, environmental, and ISO-NE or interconnecting Distribution Company approvals.

See project specific bid response forms.

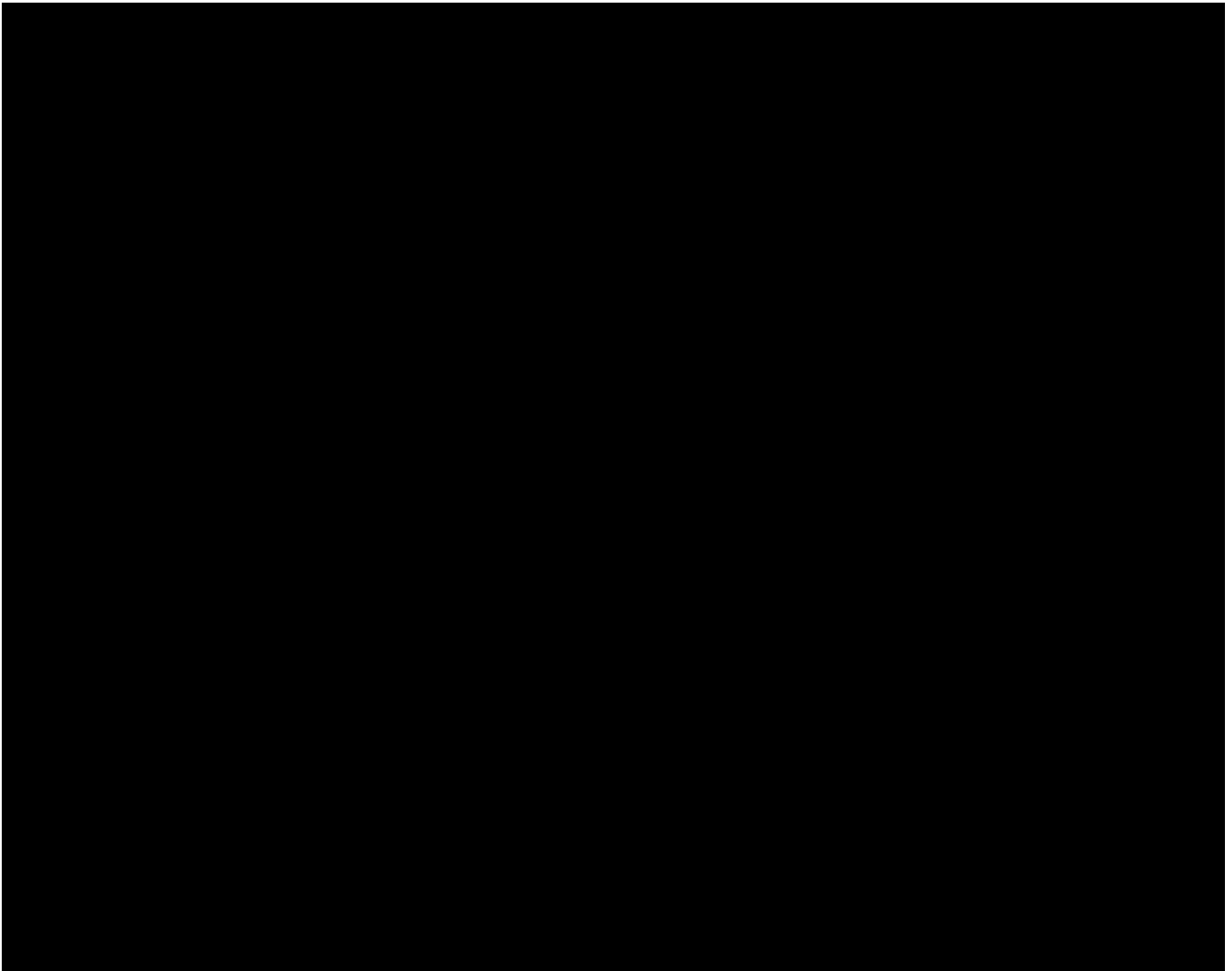
Section A-11: Construction and Logistics

This section of the proposal addresses necessary arrangements and processes for assembly, and deployment of major project components, including the Energy Storage System and all equipment required for the system to fulfill its operational plan, and other major components associated with delivery facilities.

Please provide a construction plan that captures the following objectives. If the project is being developed in phases, please break out the construction plan for each phase. Please answer the following questions in Section A-11 for each Transmission Project and Distribution Project being bid:

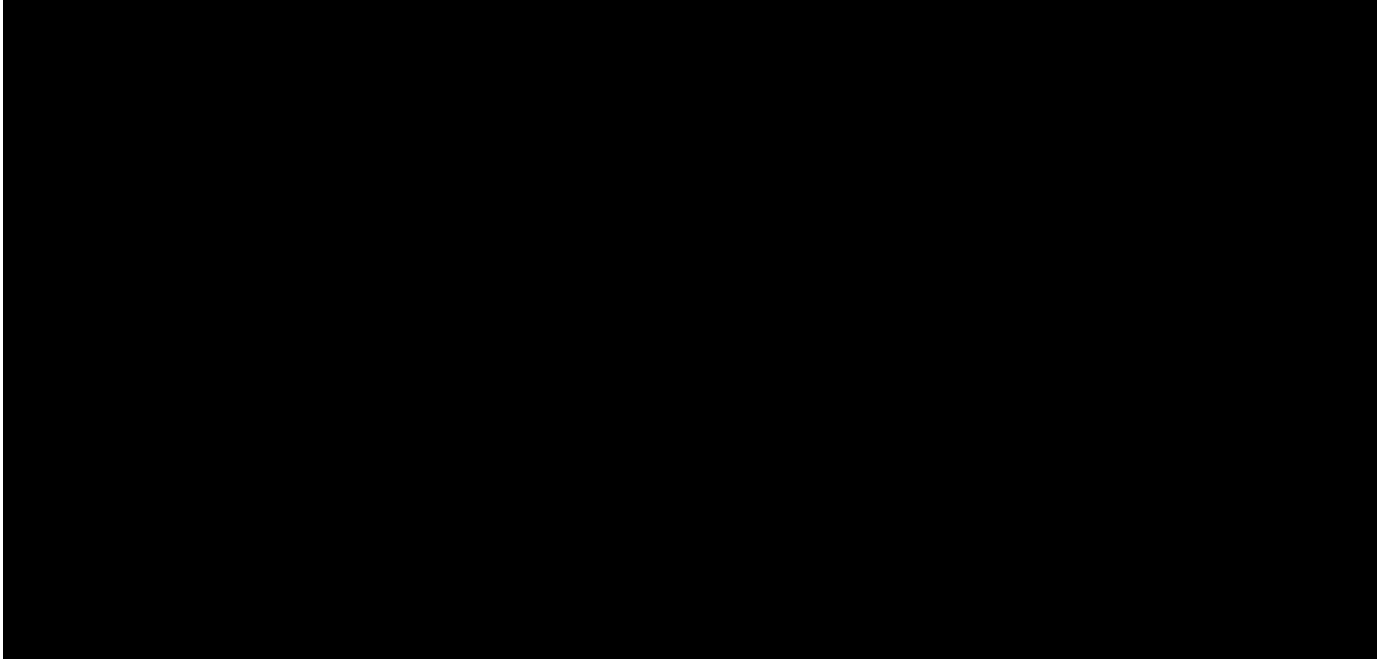
11.1 Please list the major tasks or steps associated with deployment of the proposed project and any necessary specialized equipment.

Subject to AHJ permitting and construction phasing requirements, the general construction sequence of the Projects would normally entail the following:

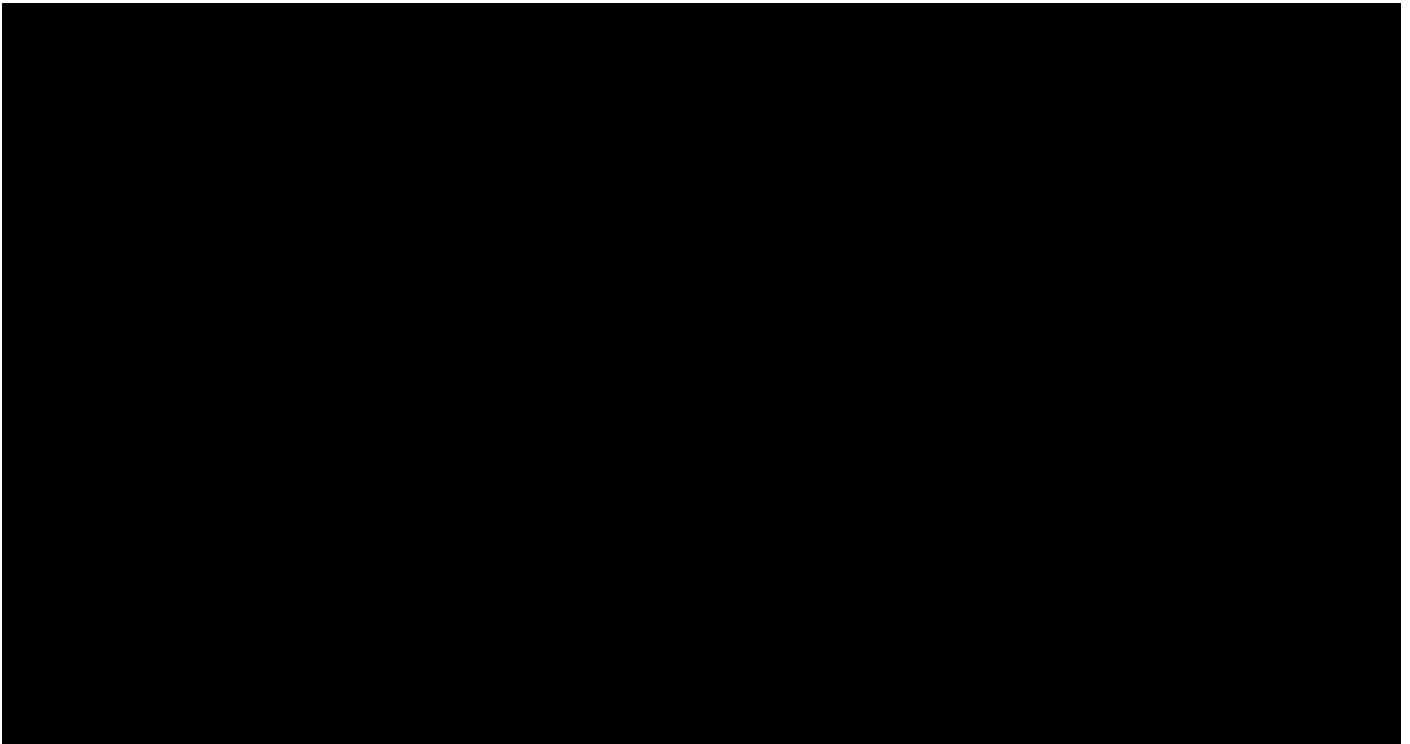




11.2 Please describe the proposed approach for staging and deployment of major project components to the project site.



11.3 List the party (e.g. the bidder, or equipment/service providers under contract to the bidder) responsible for each deployment activity and describe the role of each party. Describe the status of bidder's contractual agreements with third-party equipment/service providers.





Section A-12: Operations and Maintenance

Projects that can demonstrate that the operation and maintenance (“O&M”) plan, level of funding, and mechanism for funding will ensure reliable operations of all aspects of the project during the term of the contract are preferred.

Please answer the following questions in Section A-12 for each Transmission Project and Distribution Project being bid:

12.1 Provide an O&M plan for the project that demonstrates the long-term operational viability of the proposed project. The plan should include the location of the O&M base, a discussion of the staffing levels proposed for the project, the expected role of the project sponsor or equipment manufacturer/outside contractor, scheduling of major maintenance activity, and the plan for testing equipment.

The proposed Projects will be operated and maintained under a comprehensive asset management and operations program designed to ensure safe, reliable, and efficient performance throughout the term of the Projects. The O&M strategy incorporates continuous remote monitoring, preventive and predictive maintenance, routine testing, and the support of qualified service personnel and equipment suppliers.

O&M Base Location

The Projects will be managed by BlueWave's regional operations organization headquartered in Massachusetts, supported by qualified field technicians and service providers located throughout New England. The Projects will also be monitored on a continuous 24-hour basis through a Network Operations Center (NOC) that provides real-time performance monitoring, alarm management, remote diagnostics, and dispatch coordination.

The proximity of BlueWave personnel and contracted service providers within Massachusetts and the broader New England region enables rapid response (personnel able to be onsite within 2-4 hours, if appropriate) to operational issues and facilitates efficient scheduling of maintenance activities.

Staffing and Organizational Responsibilities

The Projects will be supported by a combination of BlueWave personnel, specialized equipment vendors, and qualified third-party O&M contractors.

Project Owner/Asset Manager

- Overall responsibility for project performance, regulatory compliance, warranty management, budgeting, and reporting.
- Management of operating contracts and preventive maintenance programs.
- Coordination with the ISO, utility, and market operators as applicable.

Operations Team

- 24/7 system monitoring through the project's SCADA and Energy Management System (EMS).
- Remote troubleshooting, alarm response, and operational dispatch support.
- Coordination of field maintenance activities.

Field Service Technicians

- Conduct routine inspections, testing, and preventive maintenance activities.
- Perform corrective maintenance and emergency response.
- Support equipment commissioning, firmware updates, and component replacement activities.

Equipment Manufacturers and Service Providers

- Provide warranty support and technical expertise.
- Perform specialized maintenance on battery systems, power conversion systems (PCS), protection equipment, fire suppression systems, and control systems.
- Support major repairs, system augmentations, and periodic performance evaluations.

The combination of owner oversight, remote operations, and OEM-supported maintenance provides a proven operating model utilized throughout the utility-scale energy storage industry.

Maintenance Program

The Projects will be maintained in accordance with manufacturer recommendations, applicable codes and standards, and industry best practices.

Most maintenance activities can be performed on individual battery blocks or equipment sections without requiring a full facility outage. As a result, annual maintenance activities are expected to have minimal impact on Project availability.

Equipment Testing Program

A comprehensive testing program will be implemented throughout the operating life of the Projects to verify equipment performance, reliability, and safety.

Testing activities will include:

Battery System Testing

- Continuous monitoring of battery state-of-charge, state-of-health, temperature, voltage, and current.
- Periodic capacity and performance verification testing.
- Battery management system (BMS) functionality checks.
- Thermal monitoring and diagnostic review.

Power Conversion System Testing

- Verification of inverter/PCS operating parameters.
- Functional testing of active and reactive power controls.
- Protection system coordination testing.
- Firmware validation following updates.

Electrical System Testing

- Annual protective relay testing and calibration.
- Transformer inspection and electrical testing.
- Grounding system verification.
- Medium-voltage switchgear inspection and testing.

Fire and Safety System Testing

- Functional testing of fire detection systems.
- Inspection and testing of fire suppression equipment.
- Emergency shutdown testing.
- Site safety and emergency response drills.

SCADA and Communications Testing

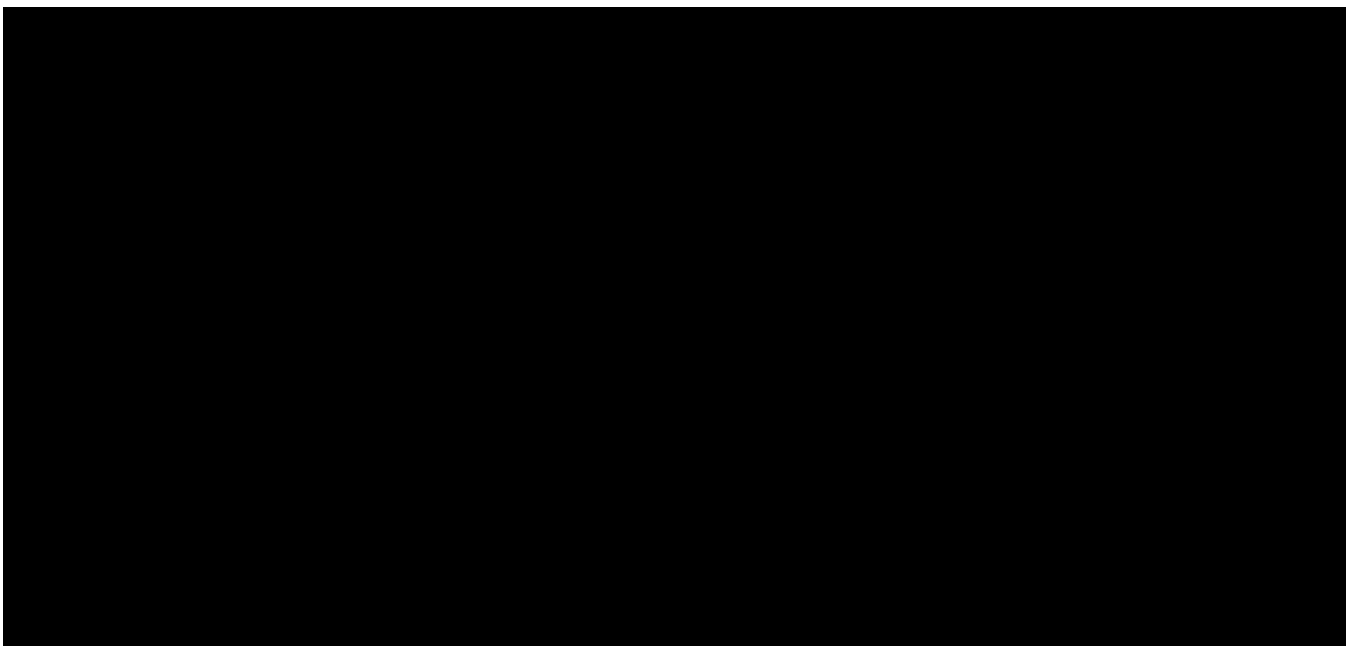
- Verification of telemetry, controls, and communication pathways.
- Cybersecurity patching and validation.
- Backup and recovery testing for critical operational systems.

Long-Term Operational Viability

The Projects' long-term operational viability is supported by the use of commercially proven lithium-ion battery technology, a modular system architecture, comprehensive monitoring and control systems, OEM warranty support, and a preventive maintenance program consistent with utility-scale energy storage industry standards. The modular design allows maintenance and replacement activities to be performed on individual equipment blocks while maintaining operation of the remaining facility, thereby maximizing availability and reliability throughout the Projects' operational life.

This O&M approach is expected to support safe and reliable operation of the Projects for the duration of the proposed contract term while maintaining compliance with applicable utility, ISO-NE, National Fire Protection Association (NFPA), IEEE, and manufacturer requirements.

12.2 Describe in detail the proposed O&M funding mechanism and funding levels to support planned and unplanned O&M requirements.



12.3 Describe the terms (or expected terms) of the warranties and/or guarantees on major equipment that the bidder is utilizing or proposing to utilize.

The Projects will be constructed using commercially proven utility-scale battery energy storage

technology supplied under comprehensive manufacturer warranties and supported by a Long-Term Service Agreement (LTSA). The Project's financial model assumes the inclusion of an LTSA for the battery energy storage system, which will provide ongoing technical support, maintenance services, performance monitoring, and warranty administration throughout the duration of the proposed contract.

12.4 Describe the status of the project sponsor in securing any O&M agreements or contracts. Include a discussion of the sponsor's plan for securing a medium-term or long-term O&M contract, including the expected provider of O&M services.

The Projects' Sponsor has not yet executed a project-specific O&M agreement for the Projects. This is consistent with the current stage of project development, as major equipment procurement, final financing, and notice to proceed have not yet occurred. However, the Sponsor has incorporated a Long-Term Service Agreement (LTSA) into the Projects' financial model and operating assumptions and expects to finalize O&M and service arrangements concurrently with execution of the definitive equipment supply and construction contracts. The Projects' operating budget and underwriting assumptions specifically contemplate the use of an LTSA for the battery energy storage system.

12.5 Provide examples of the bidder's experience with O&M services for other similar projects.

BlueWave brings decades of direct O&M experience through its asset managers across an operating and late-stage portfolio of Massachusetts and Northeast solar-plus-storage projects, with 6 located in MA and 5 located in ME. These assets use comparable PV and LFP BESS technology and are managed through structured preventive maintenance, 24/7 monitoring, and OEM-supported service protocols.

Section A-13: Project Management and Experience

Bidders are required to demonstrate project experience and management capability to successfully develop and operate all aspects of the project proposed. The Evaluation Team is particularly interested in project teams that have demonstrated success in projects of similar type, size and technology and can demonstrate an ability to work together effectively to bring the project into commercial operation in a timely fashion.

For all project-specific questions in Section A-13, if bidding in multiple Transmission Projects or Distribution Projects, please answer each question for each Transmission Project or Distribution Project being bid.

13.1 Provide an organizational chart for the project that lists the project participants and identifies the corporate structure, including general and limited partners.

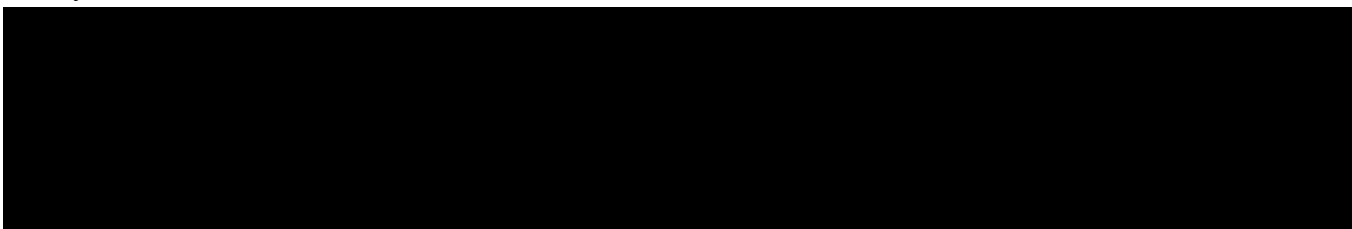
Please refer to the file titled **13.1. - ALL - Org Chart**.

13.2 Provide statements that list the specific experience of the bidder and each of the project participants (including, when applicable, the bidder, partners, and proposed contractors), in developing, financing, owning, and operating generating and delivery facilities, other projects of similar type, size and technology, and any evidence that the project participants have worked jointly on other projects.

BlueWave, in its significant time as a developer in the Northeast, has delivered projects across the Commonwealth and greater New England region. This includes both as a developer and as an independent power producer (IPP), leading the construction and operation of projects within the last four years. BlueWave maintains extensive relationships with engineers, contractors, OEMs, and financing counterparties that allow for consistent execution.

A non-exhaustive list of BlueWave, its partners and parent's project experience is below.

- Massachusetts, New York and Maine: Distribution solar and storage projects, ranging from 1-5MWac, developed ~100+MW over a decade. Current projects are at varying stages of development and include both projects Bidder has sold, intend to sell and intends to own and operate.
- TX-Scale Battery Energy Storage: Axium Infrastructure, BlueWave's parent, owns and operates large transmission-scale battery energy storage systems as part of the Crimson and Edward Sandborn standalone and solar plus storage systems. These projects, located in California, are 1,400MWh and 3,287MWh of capacity respectively. Both projects came online in the last five years.



- BlueWave's management team brings a breadth and bevy of development experience across the renewable energy space, including large-scale solar and wind developments throughout the United States.

13.3 Provide a management chart that lists the key personnel dedicated to this project and provide resumes of the key personnel. Key personnel of the bidder's development team having substantial project management responsibilities must have:

- Successfully developed and/or operated one or more projects of similar size or complexity or requiring similar skill sets; and
- Experience in financing power generation projects (or have the financial means to finance the project on the bidder's balance sheet).

Please refer to the file titled **13.3. - ALL - Key Personnel Resumes.**

13.4 Provide a listing of all projects the project sponsor has successfully developed or that are currently under construction. Provide the following information as part of the response:

- Name of the project
- Location of the project
- Project type, size and technology
- Commercial operation date
- Availability factor of the project for the past three years
- Safety record
- References, including the names and current addresses and telephone numbers of individuals to contact for each reference

Project Development Experience	
Project 1	
Name	Barnard Rd B
Location	Granville, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 2	
Name	South Lane C
Location	Granville, MA
Type	
Size	
Technology	

COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 3	
Name	South Lane E
Location	Granville, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 4	
Name	Pine Meadow Rd A
Location	Northfield, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 5	
Name	Pine Meadow Rd B
Location	Northfield, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	

Project Reference Email	
Project 6	
Name	Bruce Hill Rd B
Location	Harpersfield, NY
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Name	Bruce Hill Rd C
Location	Harpersfield, NY
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 8	
Name	South St / BWC Swan Pond Creek, LLC
Location	Dayton, ME
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 9	
Name	New County Rd / BWC Deep Brook, LLC
Location	Saco, ME
Type	
Size	

Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 10	
Name	Tremont St / BWC Greene Brook, LLC
Location	Dighton, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 11	
Name	Oak St / BWC Whitin Reservoir, LLC
Location	Douglas, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 12	
Name	BWC Dumplin Brook, LLC
Location	Palmer, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	

Project Reference Phone	
Project Reference Email	
Project 13	
Name	BWC Bauneg Beg Pond, LLC
Location	Sanford, ME
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 14	
Name	BWC Camp Brook, LLC
Location	1050 Hilldale Ave. Haverhill MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 15	
Name	Bernardston Rd / BWC Mill Brook, LLC
Location	1255 Bernardston Rd, Greenfield MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 16	
Name	County Highway 116
Location	Johnstown, NY
Type	

Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 17	
Name	County Highway 116A
Location	Johnstown, NY
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 18	
Name	Indian Road
Location	Johnstown, NY
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 19	
Name	Bruce Hill Rd A
Location	Harpersfield, NY
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	

Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 20	
Name	East St B
Location	Southampton, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 21	
Name	Palmer Moving & Storage
Location	Acton, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 22	
Name	Heath St Ext
Location	Corinth, NY
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 23	
Name	Stark Rd
Location	Corinth, NY

Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 24	
Name	BWC Moose Brook, LLC
Location	Dyer Brook, ME
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 25	
Name	South Winds Apartments
Location	Fall River, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 26	
Name	Rt 202
Location	Hampden, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	

Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 27	
Name	1050 Waltham Street Carport
Location	Lexington, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 28	
Name	BWC Brewer Lake, LLC
Location	Orrington, ME
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 29	
Name	BWC Swift River, LLC
Location	Palmer, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	

Project Reference Email	
Project 30	
Name	Swain Rd A LF
Location	Chelmsford, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 31	
Name	Shore Rd A
Location	North Brookfield, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 32	
Name	Cape Rd D
Location	Mendon, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	
Project 33	
Name	Estabrook Rd P3

Location	Grafton, MA
Type	
Size	
Technology	
COD	
Availability factor past 3 years	
Safety Record	
Project Reference Name	
Project Reference Address	
Project Reference Phone	
Project Reference Email	

13.5 If the bidder’s previous project experience is primarily or entirely outside of Massachusetts and/or the Northeast, describe how the skills and perspectives of this non-local experience will be beneficial to successfully developing the bid(s) under this RFP.

BlueWave is a pioneer in solar development in Massachusetts and developed some of the first community solar projects in the Commonwealth. Please refer to the list of projects identified in response to Section 13.4, along with the file titled **2.0 - ALL - BlueWave 2025 Impact Report** for the details of the positive impacts of BlueWave’s projects, volunteering, charitable giving and more.

13.6 With regard to the bidder’s project team, identify and describe the entity responsible for the following, as applicable:

See project specific bid response forms.

13.7 Describe the experience and expertise of the bidder and project team needed to successfully develop, finance, construct, and operate and maintain its proposed eligible project on schedule and according to the bidder’s commitments to a competitive procurement process. Describe the Bidder’s continuity of corporate management through successful project development.

BlueWave’s management and development team brings decades of experience successfully developing distributed-scale projects throughout Massachusetts, the Northeast, and elsewhere in the United States. The project examples provided in the table above speak to BlueWave’s ability to navigate complex development projects and adapt to new technologies, permitting and interconnection processes, and advance projects through financing and construction. See page 2 of Attachment **13.3 - ALL – Key Personnel Resumes** for additional references to BlueWave management’s extensive experience. The proposed Projects will be supported by an experienced cross-functional team with extensive experience developing, financing, constructing, and operating distributed and utility-scale renewable energy and energy storage projects. Key project personnel are supported by established internal processes, project controls, document management systems, and executive oversight that ensure continuity throughout the development and construction process. As a result, project knowledge is institutionalized across the organization and not solely dependent on any individual team member.



13.8 Describe the Bidder's track record developing similar projects, including consideration of any project delays, amendments, defaults, and performance issues, including on prior long-term contracts. Describe any prior failures to achieve commercial operation dates under other contracts and provide a credible description of how the current proposed project will avoid similar project delays or development issues if applicable.

As evidenced by the list of projects developed and constructed provided in 13.4, BlueWave has extensive experience developing distributed-scale projects in Massachusetts under established regulatory programs. BlueWave has consistently delivered projects that have qualified within these programs by their anticipated commercial operations dates. In certain instances, good cause extensions have been applied for and granted to projects under development due to market or other external factors outside of BlueWave's control. However, projects that have received these extensions have ultimately achieved operations by their extended dates. BlueWave has not, to date, failed to meet the obligations of such contracts and deliver sufficient capacity by projected dates.

13.9 Describe the bidder's relevant experience supporting similar projects in a state or federal regulatory or judicial forum. This experience can be established with examples of one or more key member(s) of the development team advocating in favor of a similar project in a regulatory proceeding, before a court, or in another tribunal.

BlueWave has, in several instances, navigated land court or tribunal processes in order to achieve positive project decisions, or to contest or uphold permitting and zoning decisions rendered on projects under development. For example, BlueWave developed a series of agrivoltaic solar plus storage projects in Northfield, MA. The projects consisted of four arrays along Pine Meadow Road and were issued permits by the Town of Northfield Planning Board. Beginning in 2021 through 2023, BlueWave was named a joint defendant alongside the Planning Board and landowners on an appeal filed by neighbors to the projects. BlueWave was successful in resolving the appeal, which resulted in the projects being constructed as approved.

Another example of supporting projects in regulatory forums is BlueWave's 5MW, standalone BESS project under development in Salem, Connecticut. This project successfully applied for and received approval under Connecticut's State Siting Council. The process to achieve approval under the Siting Council mirrors the Massachusetts DPU EFSB approval process in many ways. Interested individuals or groups can request to be made Party to a petition or an Intervenor, and the process involves a number of public hearings, which include testimony and public comment. BlueWave filed its Petition for the project in late 2024 and received a Declaratory Ruling and approval on May 16, 2025.

13.10 If the bidder or any of its past or present affiliates has either (1) been involved with a complex development project that failed, was withdrawn, or otherwise did not proceed, or (2) defaulted under, or agreed to terminate a contract for a complex development project, then the bidder should provide relevant details.



Section A-14: Economic Development and Employment Benefits, Transitioning Fossil Fuel Communities, Benefits to Low Income Ratepayers and Environmental Justice Communities, and Other

For all project-specific questions in Section A-14, if bidding in multiple Transmission Projects or Distribution Projects, please answer each question for each Transmission Project or Distribution Project being bid:

14.1 Please provide an estimate of the number of jobs to be created directly during project development and construction, and during operations, and a general description of the types of jobs created, duration of employment, estimated annual compensation, the employer(s) for such jobs, and the location. Employment impacts should be broken out by state and the region as a whole and highlight any impacts in economically distressed areas, including former fossil fuel communities. Please treat the development, construction, and operation and maintenance periods separately in your response. All information provided must be measurable.

Currently, the Projects do not have contractual agreements for labor during construction and operation. All of the Projects have incurred development expenditures to date that have supported job creation, both in the state of Massachusetts and in project localities through the use of engineers, surveyors, scientists, etc. Job creation numbers provided are estimates based on the size, costs, and locations of the Projects. Bidder plans to verify these estimates as the Projects are constructed and operated on an annual basis per the reporting requirements in the MOU. Potential employers local to both the state and region in which each Project is located have been identified; however, the list of firms identified is not exhaustive and final employers of all created jobs from each Project will be tracked and reported during construction and operation.

See project specific bid response forms.

14.2 Please describe employment opportunities for members of federally recognized and state acknowledged tribes in the Commonwealth, workers from low-income communities and certified minority-owned and women-owned small business enterprises in the Commonwealth, as well residents of any Environmental Justice neighborhoods impacted by the project.

As part of its selection of final EPC contractors and vendors for each Project, BlueWave will request and track opportunities provided to workers from low-income communities and to minority-owned and women-owned small businesses.

14.3 Please describe project support for workforce harmony and community benefits through Community Benefits Agreements and workforce agreements with appropriate labor organizations for construction, renovation, reconstruction, alteration, installation, demolition, expansion, maintenance and repair, if applicable.

Currently, the Projects do not have executed workforce harmony or Community Benefit Agreements with labor groups or host communities.

14.4 Please describe the status of any contractual commitments with respect to direct job creation and provide any pertinent agreements that have been executed, if applicable.

Currently, the Projects do not have contractual commitments detailing any magnitude or type of jobs created as a result of the development, construction, or operation of the Projects.

14.5 Please describe and quantify any other economic activity or development expected to result directly from the proposed project. Impacts should be broken out by state and the region as a whole and highlight any impacts in economically distressed areas or former fossil fuel communities. Direct economic activity/development will be evaluated based on scale relative to project size, credibility and firmness. Preference will be given to commitments that secure long-term benefits; begin to provide benefits during project development, construction, installation, and the first five years of operations; direct benefits to Environmental Justice populations and host communities.

See project specific bid response forms.

14.6 Please demonstrate any benefits to low-income ratepayers in the Commonwealth and describe how the project minimizes and mitigates, to the extent feasible, ratepayer impacts. Benefits to low-income ratepayers may include, but are not limited to, projects that reduce the energy burden for low-income ratepayers through energy efficiency or renewable energy upgrades; direct funding of rate relief through grant programs, support of existing community programs or other funding opportunities. Describe the impact, if any, those benefits will have on the cost of the project.

The Projects do not currently have any hard commitments effectuating low-income benefits. However, the Projects are expected to generate benefits for ratepayers that avoid impacts and costs that otherwise would have occurred. Broadly speaking, distributed-scale energy storage systems can allow for deferred investment on the distribution grid, avoiding costly upgrades that would otherwise be rate-based and increase utility costs for ratepayers, including low-income ratepayers. In a report titled **14.6. - ALL - Benefit Cost Analysis of FTM DG Storage** prepared by the Brattle Group for National Grid, analysis demonstrates the tangible benefits distribution-scale projects can bring. In that analysis, an example distribution-scale, FTM storage project was found to defer investment and a traditional wires solution, resulting in a net ratepayer benefit of \$4.58MM. While the exact circumstances may differ, the Report makes clear that market participating energy storage is well aligned with providing distribution benefits on high-loaded circuits.

14.7 Please describe benefits to transitioning fossil fuel communities, including how the community can be described as a fossil fuel community, including but not limited to hosting

fossil fuel infrastructure such as fuel storage, delivery facilities, or fossil fuel generation facilities.

None of the municipalities/communities where the Projects are located are formally Energy Communities based on Coal-Closure Areas or Fossil-Fuel Employment statistics.

14.8 Please provide a diversity, equity and inclusion plan that includes a Workforce Diversity Plan and the Supplier Diversity Program Plan as outlined in Section 2.2.2.13 of the RFP.

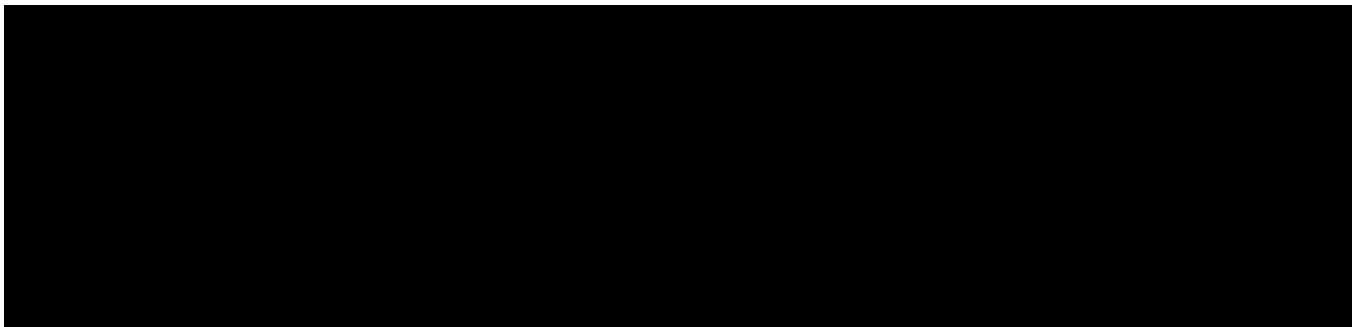
Diversity, Equity and Inclusion Plan

BlueWave recognizes that the benefits of Massachusetts' clean energy transition should be broadly shared. Consistent with Section 83E, this Project will seek to create opportunities for workforce participation, supplier diversity and meaningful community engagement, while directing benefits to Environmental Justice (EJ) populations, low-income communities, host communities and other stakeholders affected by or benefiting from the Project.

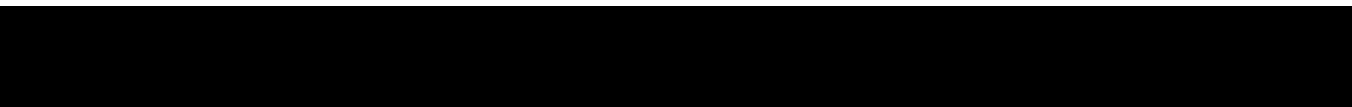
Workforce Diversity Plan

During development, construction and operations, BlueWave will work with contractors and service providers to promote inclusive recruitment, hiring and workforce development practices.

BlueWave will encourage contractors to recruit from local communities, including EJ neighborhoods and low-income communities where practical. Outreach may include engagement with different workforce development organizations, vocational and technical schools, apprenticeship programs, labor organizations and community-based organizations that support career pathways into the clean energy industry. The objective is to expand awareness of employment opportunities associated with the Project and ensure that historically underrepresented populations have access to those opportunities.



BlueWave has an established history of advancing diversity and inclusion within its own organization. In 2023, BlueWave partnered with YW Boston to conduct a diversity assessment and develop a diversity, equity and inclusion action plan focused on targeted recruitment, employee development and fostering an inclusive workplace culture. BlueWave intends to apply the lessons learned through these efforts to workforce outreach and recruitment activities associated with this Project.



Supplier Diversity Program Plan

BlueWave will seek to create opportunities for diverse suppliers and contractors to participate in Project-related procurement activities. Where commercially reasonable and consistent with project requirements, BlueWave will include qualified minority-owned, women-owned, veteran-owned, LGBTQ+-owned, and other diverse businesses in outreach and competitive procurement processes.

BlueWave's existing diversity, equity and inclusion initiatives include efforts to establish supplier diversity metrics, maintain diverse supplier resources, and incorporate diversity considerations into vendor engagement processes. These initiatives provide a framework for expanding participation by qualified diverse businesses during Project development, construction and operations.

BlueWave has also demonstrated the ability to expand opportunities for diverse suppliers through its project development and construction activities. Specifically, BlueWave seeks out certified diverse businesses and introduces them to our partners. For example, BlueWave identified and engaged a women-owned earthwork contractor and introduced that firm to its construction management partners. Following successful performance on BlueWave's projects, the contractor was subsequently used across multiple projects (BlueWave and other developers) in the Northeast and has become an established participant in the regional renewable energy construction market. BlueWave views supplier diversity as more than a reporting exercise, it is an opportunity to create long-term business relationships and expand participation in the clean energy economy.

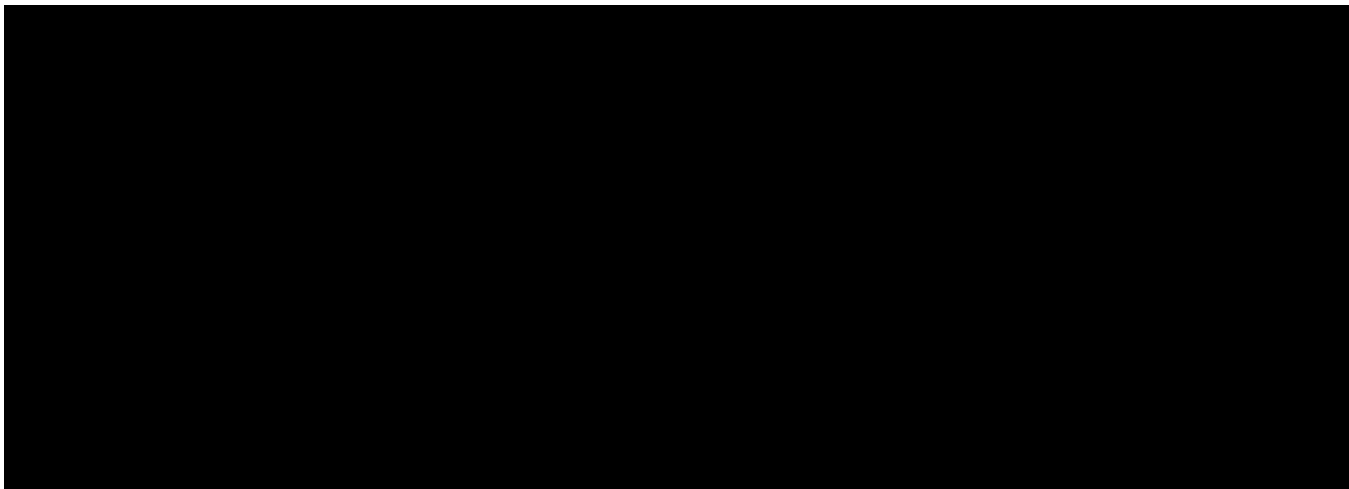
BlueWave will monitor supplier outreach efforts and track participation when information is available and can be reasonably obtained from contractors and suppliers.

Community Engagement

Successful projects are built through early and ongoing engagement with communities. BlueWave will continue proactively working directly with local stakeholders, municipal leaders, community organizations and residents to provide information regarding Project's development, construction activities and anticipated Project benefits. Community engagement activities may also include coordination with local workforce development organizations, educational institutions and community-based organizations serving EJ and historically underserved populations to ensure awareness on Project-related employment, training and contracting opportunities.

As a Certified B Corporation and Public Benefit Corporation, BlueWave maintains a longstanding focus on community engagement, charitable giving, employee volunteerism, and support for organizations that contribute to stronger and more resilient communities. BlueWave will seek opportunities to align Project activities with local priorities, particularly those associated with workforce development, environmental stewardship and community benefit.

14.9 Please describe the strategy and mechanisms to track and report on any applicable commitments, including progress in achieving promised employment and economic benefits and the goals in the diversity, equity and inclusion plan, based on the template provided in the Form MOU with DOER and any other supplemental plans for tracking and reporting.



The Bidder will use these systems, together with periodic internal reviews, to track performance against commitments outlined in the Form MOU with DOER and any supplemental reporting requirements. Reports will be prepared in accordance with required templates and schedules, enabling transparent measurement of progress toward promised employment outcomes, economic benefits, and DE&I goals.

This integrated approach provides auditable records, consistent reporting, and clear accountability for achieving project commitments throughout the development and construction lifecycle.

14.10 Please provide a marked version of the Form MOU with DOER for this solicitation showing any specific proposed changes to the Form MOU. Bidders are discouraged from proposing any material changes or conditions to the Form MOU and any such changes will be considered in the Stage Two Qualitative Evaluation.

BlueWave has no proposed changes to the Form MOU with DOER.

14.11 Please propose a strategy plan to track and report on the status of environmental justice impacts, and engagement and employment (training, recruitment and hiring goals) opportunities, based on the template provided in the Form MOU with DOER and any other supplemental plans for tracking and reporting.

BlueWave plans to employ a number of strategies to track and report on the various metrics and areas of focus outlined in the Form MOU. First, BlueWave will utilize its internal accounting and reporting systems to collect and aggregate project-level data on an ongoing basis. Certain

information is already collected as part of BlueWave's Annual Impact Report formation. Additional information to be collected, such as job impacts, expected economic benefits, and community engagement will be gathered through the following methods:

Construction Phase

- Contracted vendors on the Projects will be requested to report out high-level employment and payroll information, including:
 - Number and average salaries of laborers and employees utilized on the specific Project
 - Location of employees utilized on the specific Project, clearly identifying whether the employee is a resident of an environmental justice community
 - Materials, equipment, and miscellaneous spend is to be tracked by source, location, and magnitude
- BlueWave communication to AHJs, nearby residents, and other stakeholders will be logged, including any potential outreach or involvement with organizations regarding any long-term job opportunities
- At the end of the construction phase, a summary report will be generated detailing total levels of economic activity and investment, on both a state and local scale, including total numbers of residents employed from EJ communities

Operations Phase

- BlueWave's primary O&M vendor will provide data on technicians' salaries and where they reside
- BlueWave will work with O&M vendor to identify any possible programs or organizations working to train and place residents in EJ communities for jobs within the renewable energy space, and whether or not the vendor is able to utilize such programs
- Annually, BlueWave's asset management team will aim to schedule a meeting with officials from each Project's municipality to gauge awareness and engagement of each Project's operations within the Town or City. A Project "operational report" will be given to the AHJ to post in a public setting for residents to stay informed on the Projects' generated benefits and positive impacts on the community

14.12 Please describe experience with stakeholder engagement showing demonstrated past and current productive relationships with environmental, commercial and residential stakeholders, federally recognized and state acknowledged tribes, Environmental Justice, and track record of avoiding, minimizing, and mitigating environmental, tribal, environmental justice, and onshore impacts from projects similar to the proposed project.

BlueWave again references and restates here the experiences and evidence provided in Section 7.9 of past stakeholder and community engagement across other projects that have been developed and built in Massachusetts and elsewhere. These cited experiences are not exhaustive, and BlueWave, across its projects in development, held many meetings and answered significant numbers of questions and concerns when raised regarding potential impacts of its projects.

As a developer that has permitted, built, and now operates solar and battery storage projects across Massachusetts and the Northeast, BlueWave has significant experience communicating and working with project stakeholders, from local residents to tribes with historical land claims to community groups that stand to benefit from and support the distributed generation projects that Bidder is proposing.

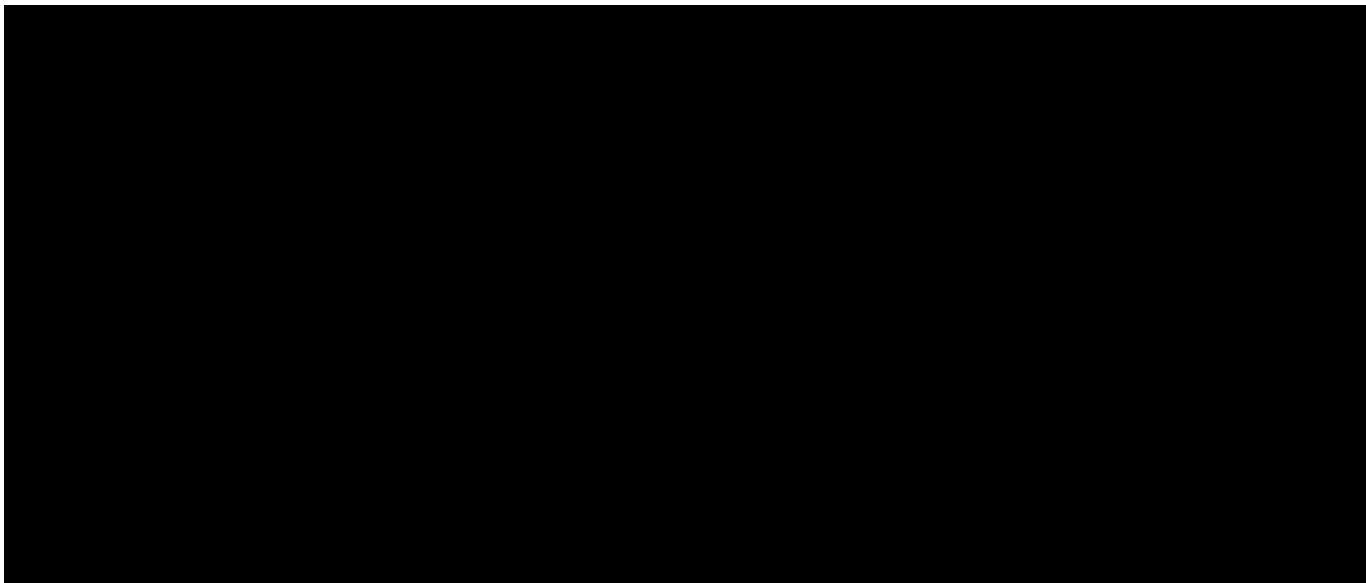
Community engagement is an integral part of BlueWave's development process: for each project, prior to permitting and regardless of size or location, the Bidder holds a community meeting with nearby residents to discuss the proposed project and solicit input and feedback that can be incorporated into the project design and overall plan. See **7.9. - Acton - Community Meeting Notification Letter** under the Acton Project Attachments for an example of the type of communication that was sent out to local residents ahead of formal permitting activities. If significant potential impacts are perceived by the community, BlueWave works diligently to answer any and all questions regarding the project and how impacts can be avoided or mitigated, working with stakeholders and the city or town staff to design propose a project that generates the maximum benefits for the local community.

An example of this type of engagement is evidenced by the permitting process for the Acton Project. Before and throughout the permitting process, nearby residents expressed some concerns. Many of the concerns stemmed from a lack of information on energy storage technology, product and site design, and how a response to a potential thermal or safety event would be handled. BlueWave worked over the course of nine months to provide answers to every question raised by residents or members of the town boards, submitted supplemental information demonstrating how the system would be designed and operated safely, and worked with the town to identify and incorporate additional project conditions that would help mitigate potential concerns or impacts. This is evidenced by the thirty-two (32) conditions incorporated into the Board of Health permit issued to the Acton Project.

BlueWave's approach to mitigating environmental and other impacts to stakeholders is multi-tiered. First, BlueWave always seeks to site projects on the most appropriate locations that are feasible from an interconnection perspective. Parcels are selected where BESS systems can be sited to incorporate setbacks above and beyond NFPA or town zoning requirements, often seeking a minimum of 100ft. setback from either property lines or potential sensitive receptors off-site. This standard was incorporated into each of the Newburyport, Swansea, and Acton Projects. Where possible, our standard is siting entirely outside of buffer zones for wetland or other potential environmental resources, including areas of high risk for flood (beyond FEMA mapped zones).

Out of the projects BlueWave has developed, one is located within an Environmental Justice community in Palmer, Massachusetts. This project has been constructed and is operating as intended, with no negative impacts to local residents or the community. Furthermore, this project generates

material benefits to the local communities, both in the form of monetary benefits through PILOT payments and, also, by generating renewable energy that reduces reliance on fossil-fuel generators that increase emissions. This project is also delivering benefits to low-income customers in Salem, Massachusetts through participation in the SMART Program's community solar program.



On the same solar and storage project in Northfield, BlueWave partnered with the landowners, who are farmers, to drive the project forward as a dual-use/agrivoltaics facility. BlueWave has pioneered agrivoltaics in Massachusetts across a number of projects, expending significant effort and resources to design projects that are more harmonious with both the land and the existing communities they are located in. BlueWave has partnered with groups such as the American Farmland Trust to connect with additional farmers across the northeast who are seeking to increase utility on their land, without giving up ownership or departing from its original agricultural use. These types of projects better preserve the land, further reduce environmental impacts, and generate greater benefits for the communities they reside in.

14.13 Please describe extent to which the project demonstrates that it avoids, minimizes, or mitigates, to the maximum extent practicable, environmental impacts. Preliminary characterization of the potential environmental impacts facility and other infrastructure from pre-construction through the duration of the project,

The site locations and designs of each of the Projects have been planned to intentionally avoid and minimize possible localized environmental impacts. As a standard of design, BlueWave always seeks to avoid direct impact or proposed disturbance to any documented or identified environmental resources, such as wetlands or mapped priority or endangered species habitat. *See project specific bid response forms for more information.*

14.14 Please describe extent to which the project demonstrates that it avoids, minimizes, or mitigates, to the maximum extent practicable, negative impacts on Environmental Justice populations and host communities, and extent to which the project directs positive benefits from the project to those communities.

The Projects will be designed and built to industry-leading standards for battery energy storage systems. This involves utilizing Tier 1 BESS equipment that is rigorously tested and demonstrates a strong track record of safety and reliability, ensuring site layouts and balance of plant design account for any site-specific considerations, such as nearby sensitive receptors, environmental resources, or AHJ preferences for how to best integrate sites into the local community. As provided as part of these bid documents, each Project has site-specific emergency response plans and Hazard Mitigation Analyses prepared that establish procedures for responding to sites in the event of an emergency and that provide analysis and recommendations on any additional mitigation that could be utilized on a site to minimize potential safety risks.

Overall, the Projects, as with all battery energy storage systems, are expected to have minimal negative impacts on the communities within which they reside. They do not generate pollution in the form of operational waste or unhealthy air emissions. They do not generate significant increases in traffic, nor do they rely on local resources such as water, schools, or hospitals as part of their normal operations. *See project specific bid response forms for lists of potential site-specific impacts and how Bidder has planned for their minimization and mitigation.*

Section A-15: Exception to Form Long-Term Contract

For Transmission Projects, please attach an explanation of any exceptions to the Form Long Term Contract set forth in Appendices B-1 and B-2. Comments to the proposed Form Long-Term Contract must include any specific alternative provisions in a redline format to the Form Long-Term Contract. If the bidder is proposing a phased project with each phase covered by a separate contract, the bidder should provide separate contracts for each phase with specific alternative provisions to the Form PPA in redline format.

Bidders are discouraged from proposing material changes to the Form Long-Term Contract. As provided in Section 2.2.5, the Distribution Companies reserve the right to reject certain mark-ups that add additional cost or risk. Selection of a project does not mean acceptance of the Bidder's mark-ups as bid.

Bidders of Distribution Projects may not change the Form Long-Term Contract.