



***Appendix D Attachment F
Form of Credit Certification***

2022 Fall Request for Proposals

***Renewable Resources
For Entergy Mississippi, LLC***

Entergy Mississippi, LLC

November 17, 2022

Appendix D – Attachment F

Form of Credit Certification

**2022 Fall EML RENEWABLE RFP
CREDIT CERTIFICATION**

{Insert the Bidder Number Assigned to Bidder} (“Bidder”) hereby certifies to Entergy Mississippi, LLC (“EML”), that Bidder, in connection with *{Insert the Proposal Number(s) assigned to Bidder for the proposal(s) that is (are) the subject of this Certification}* (the “Proposal(s)”), (i) has reviewed and understands to its satisfaction the terms of Appendix E to the RFP and the credit provisions of the Model Solar BOT Agreement, the Model Solar PPA, or the Model Wind PPA, as applicable, and has considered such terms in the development of the Proposal(s), (ii) has reflected to its satisfaction in the pricing set forth in the Proposal(s) the costs, terms, and risks of the credit support that Seller and Seller Parent Guarantor are or may be required to provide for the proposed transaction(s) under the terms of Appendix E and the applicable Definitive Agreement, and (iii) accepts, and has taken no special exception to any of, the core credit terms of Appendix E or the applicable Definitive Agreement, including, without limitation, (A) the processes described in Section A of Appendix E, (B) the forms of liquid credit support, the liquid credit support milestones, the Required Letter of Credit Amounts, the Required Liquid Credit Support Amounts, and the credit support reductions and associated methodologies described in Section B of Appendix E and in the Model Solar BOT Agreement, the Model Solar PPA, or the Model Wind PPA, as applicable to the Proposal(s), and (C) the terms of Section C of Appendix E.

Bidder further certifies to EML that (i) this certification has been prepared under the direction of and signed by *{Insert one of the following: the Treasurer of Bidder, an officer of Bidder, the Treasurer of a parent of Bidder, an officer of a parent of Bidder, as applicable}*, (ii) the undersigned performs a managerial credit oversight function, has expertise in renewable energy project financing and providing credit support to buyers of new-build generation facilities or of long-term power supply therefrom, and has been involved in the preparation of the Proposal(s), and (iii) this certification has been prepared and is dated reasonably contemporaneous with the date(s) of submission of the Proposal Package(s) for the Proposal(s).

Bidder Number *{Insert Bidder Number Assigned to Bidder}*

By: _____

Name: _____

Title: _____

Date: _____

The statements contained in this Credit Certification are made subject to the reservation of rights set forth in the Main Body and the terms and acknowledgements set forth in the Proposal Submission Agreement.