



**Amendment to
Performance Guarantee Agreement & Limited Warranty Agreement**

Purchaser:		Seller:	
Name and Address	City of Tempe 20 East 6 th Street, Tempe AZ 85281 East Valley Bus and Operations Maintenance Facility SES 1 Attn: Michael Greene	Name and Address	SolarCity Corporation 3055 Clearview Way San Mateo, CA 94402 Attention: Contracts
Phone	(480) 350-8516	Phone	(650) 638-1028
Fax	(480) 858-7701	Fax	(650) 560-6460
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The Performance Guarantee Agreement & Limited Warranty Agreement dated October 2, 2015 (the "Agreement") between SolarCity Corporation (the "Seller") and City of Tempe (the "Purchaser") for East Valley Bus and Operations Maintenance Facility SES 1 is hereby amended, effective when executed by the Parties below, as follows:

Section 2, C "**Guaranteed kWh**" is replaced with the following:

C. "**Guaranteed kWh**":

Year	Guaranteed kWh
Year 1 (95%)	831,445
Year 2 (95%)	827,288
Year 3 (95%)	823,151
Year 4 (95%)	819,035
Year 5 (aggregate of years 1-5 @ 100%)	4,332,483
Year 6 (95%)	810,865
Year 7 (95%)	806,811
Year 8 (95%)	802,777
Year 9 (95%)	798,763
Year 10 (aggregate of years 6-10 @ 100%)	4,225,249
Year 11 (95%)	790,796
Year 12 (95%)	786,842
Year 13 (95%)	782,907
Year 14 (95%)	778,993
Year 15 (aggregate of years 11-15 @ 100%)	4,120,668
Year 16 (95%)	771,222
Year 17 (95%)	767,366
Year 18 (95%)	763,529
Year 19 (95%)	759,712
Year 20 (aggregate of years 16-20 @ 100%)	4,018,677

If a conflict or inconsistency arises between the provisions of this Amendment and the Agreement, the provisions of this Amendment shall prevail.

[SIGNATURE PAGE TO FOLLOW]

City of Tempe

SolarCity Corporation

Signature: _____

Signature: Bryan D. Ellis

Printed Name: _____

Printed Name: Bryan D. Ellis

Title: _____

Title: SVP, Finance & Analysis

Date: _____

Date: 07/27/2016
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