

**RESOLUTION NO. 541
AUTHORIZING AMENDED TAX ABATEMENT AGREEMENT
WITH OCI CLEAN AMMONIA LLC (PHASE 1 AND 2) FOR PROPERTY LOCATED
IN THE OCI 2022 REINVESTMENT ZONE**

STATE OF TEXAS §
 §
COUNTY OF JEFFERSON §

WHEREAS, Jefferson County Drainage District No. 7 (the "District") adopted Resolution 258 on October 15, 1996, setting forth its policy concerning tax abatements; and

WHEREAS, the District has memorialized, restated, and amended its tax abatement policy several times through the years, with its last amendment being by Resolution 528 on December 3, 2024, adopting the Jefferson County Amended Uniform Tax Abatement Policy-2024 as its tax abatement policy; and

WHEREAS, the District entered into Tax Abatement Agreements ("Abatement Agreements") with OCI Clean Ammonia, LLC, Phase 1 and 2 for property located within the OCI 2022 Reinvestment Zone for the construction of a new 3,000 metric ton per day ammonia manufacturing facility, including a syngas compressor, cooling, and separation system and ammonia refrigeration unit and related improvements (the "Project") on September 6, 2022; and

WHEREAS, OCI Clean Ammonia, LLC, as owner of the real property made the basis of the subject Abatement Agreements, notified the District that it had sold the facility and assigned all interests in it to Woodside Energy Group, Ltd. and that now Woodside Energy Group Ltd. (hereinafter referred to as "Woodside") is requesting that the District approve the transfer and assignment of these Abatement Agreements to Woodside

pursuant to Chapter 312, Texas Tax Code who would assume the role of Owner, including all the assets, contractual rights, privileges and obligations conferred to OCI Clean Ammonia LLC. Woodside has agreed to assume all obligations of OCI Clean Ammonia LLC under the Abatement Agreements, and the real interests and obligations outlined in the Abatement Agreements. WHEREAS, it is in the best interest of the District to enter into an Amended Tax Abatement Agreement (in the form and content of that approved by the Commissioners' Court of Jefferson County) with Woodside Energy Group Ltd. and to authorize the District's Manager, Allen Sims, to execute the Amended Tax Abatement Agreement on behalf of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS OF JEFFERSON COUNTY DRAINAGE DISTRICT NO. 7:

THAT it is in the best interest of the District to enter into an Amended Tax Abatement Agreement with Woodside Energy Group Ltd. for property located within the OCI 2022 Reinvestment Zone for the construction of a new 3,000 metric ton per day ammonia manufacturing facility, including a syngas compressor, cooling, and separation system and ammonia refrigeration unit and related improvements to transfer ownership of the facility to Woodside Energy Group Ltd., and authorize its Manager, Allen Sims, to execute on behalf of the District the Amended Tax Abatement Agreement attached hereto and made a part hereof by reference. All other terms and conditions of the original Abatement Agreements will remain in full force and effect.

THAT the terms of the Amended Tax Abatement Agreement and the property subject to the agreement meet the applicable guidelines and criteria adopted by the Board of Commissioners of the District under Section 312.002, Texas Tax Code.

THAT the Manager be, and hereby is, authorized to take any and all action and is authorized to execute any and all instruments, documents, or filings in connection with the accomplishment of the transactions outlined in this resolution and to certify the adoption of such resolutions to such parties which such Manager deems necessary or appropriate.

I, Albert Moses, Jr., Secretary of the Board of Commissioners of Jefferson County Drainage District No. 7, do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Commissioners of Jefferson County Drainage District No. 7, at their meeting No. 2453 held on the 21st day of October 2025, upon motion made by Commissioner Moses and seconded by Commissioner Champagne and adopted unanimously by said Board, a quorum being present.

Given under my hand this 21st day of October 2025.



Secretary
JEFFERSON COUNTY DRAINAGE DISTRICT NO. 7