

issued, and to Lender's knowledge and belief none of the Report(s) nor the Technical Certification has been modified, amended, replaced or rescinded;

7. I have discussed all matters I believe are pertinent to this Certificate with the Certifier and any other third party deemed appropriate, and I have made such inspections, site visits, reviews, examinations and investigations as I believe were reasonably necessary to establish the accuracy of the matters covered in this Certificate.

On the basis of the forgoing paragraph 7, and on the understanding and belief that Lender has been provided true, correct and complete information from the Certifier and such other parties as to the matters covered by this Certificate, I, acting for and on behalf of Lender, HEREBY FURTHER CERTIFY to Administrator, Paying Agent and the City that as of the date hereof:

(a) the Certifier is, as applicable, a Certified Energy Audit Contractor (as defined in the Current Guidelines) and/or a Certified Feasibility Study Contractor (as defined in the Current Guidelines);

(b) with respect to the "Technical Certification Workbook" described in the Technical Certification, Lender has taken such action and undertaken such independent reviews as it considers reasonably necessary and appropriate to conclude that to Lender's knowledge and belief the data, figures and other information entered into such workbook by the Certifier is true, accurate and complete in all material respect, and to the extent such workbook includes forward looking estimates or calculations, such estimates or calculations were made by the Certifier in a reasonable manner that are consistent with the "Standard of Care" described in the Technical Certification in all material respect;

(c) the property identified in Exhibit A hereto (the "**Property**") is an Eligible Site and the borrower identified in such Exhibit A meets all Borrower Eligibility Requirements;

(d) the project that is the subject of this Certificate will be undertaken on the Property and is expected to be financed by Lender under the Master Lender Agreement (the "**Project**"), and the Project involves "energy efficiency improvements" and/or a "renewable energy system", as each such term is defined in the PACE Local Law;

(e) [pursuant to Section 10.1(v) of the Master Lender Agreement, the Project is expected to be completed by the "Estimated Completion Date" identified in Exhibit A hereto, and based on information provided by Borrower to Lender, such date represents Lender's reasonable good faith estimate of the date by which Construction Completion of the Project will be completed, taking into account all relevant information available to Lender as of the date hereof;]³

(f) if applicable, the expected SIR (as defined in the Current Guidelines) for the Project is as set forth in Exhibit A hereto and such SIR has been calculated in a manner materially consistent with all applicable Program Requirements and the Current NYSERDA Guidance;

(g) if the Project is New Construction or a Major Renovation, the Project will meet the requirement of a "Low Carbon Building" as defined in Current Guidelines and is

³ NOTE TO FORM: Include this clause (e) only if the project is not a Retroactive Project. If the project is a Retroactive Project, then omit this clause and insert "(intentionally omitted)".

materially consistent with all applicable Program Requirements and the Current NYSERDA Guidance;

(h) the loan identified in Exhibit A hereto (the “**Loan**”) will be used to finance the Project; such Loan meets all applicable Program Requirements; and Lender has offered Borrower the option of a Loan that does not contain an increase or decrease in the rate of interest.

8. I have reviewed and understand all applicable Program Requirements;

9. I am a duly authorized representative of Lender, authorized to execute and deliver this Certificate for and on behalf of Lender; and

10. I understand that Administrator, Paying Agent and the City are each relying on the certifications I am making herein.

[Signature on the next page]

IN WITNESS WHEREOF, the undersigned has executed this Lender Certification as of _____, 20[].

[LENDER]

By: _____
Name:
Title:

Exhibit A
to Lender Certification

“Property”	The real property located at _____, <i>(insert full street address)</i> (designated as lot _____ on block _____ for the borough of <i>(insert lot #)</i> <i>(insert block #)</i> _____ on the New York City tax map). <i>(insert borough)</i>
“Certifier”	_____ <i>(insert full legal name of auditor and/or preparer of the feasibility study)</i>
“Report(s)”	_____ <i>(insert full title(s) and date(s) of audit report and/or feasibility study)</i>
“Technical Certification”	Technical Certification, issued by the Certifier to Administrator, Paying Agent and the City, dated _____. <i>(month)</i> <i>(day)</i> <i>(year)</i>
“Estimated Loan”	A commercial PACE loan in an original principal amount of \$ _____ to be made to _____ <i>(insert amount)</i> <i>(insert full name of borrower)</i> by Lender.
“SIR” (if applicable)	_____ <i>(insert expected SIR or “N/A” if not applicable)</i>
“New Construction or a Major Renovation”	<div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;"> <input type="checkbox"/> Check if the Project is New Construction or a Major Renovation </div> <div style="text-align: center;"> <input type="checkbox"/> N/A If not, check N/A </div> </div>
Project Status:	As of the Closing Date for the Loan, will the Project be a Retroactive Project? Yes _____ No _____ <i>(check one)</i>
“Borrower”	The “Borrower” is _____. <i>(insert full legal name of borrower)</i>
Borrower type:	Is the Borrower an individual? Yes _____ No _____ <i>(check one)</i>
Proposed Project:	The Project became a Proposed Project pursuant to the notification received from Administrator on _____. <i>(insert date)</i>
“Estimated Completion Date”	The Project is currently expected to achieve Construction Completion by _____. <i>(insert date)</i>