



Docket No. 14-101714.1

Date Issued: 15-03-2018

NEVADA GOVERNOR'S OFFICE OF ECONOMIC DEVELOPMENT

# TRANSFERABLE TAX CREDIT CERTIFICATE

This is to certify that

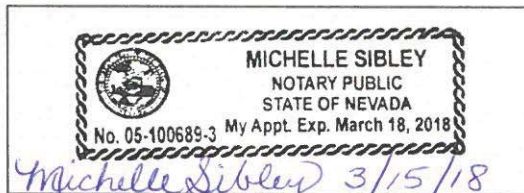
**TESLA MOTORS, INC.**

Has been granted a Certificate for Transferable Tax Credits as set forth in NRS Section 360.900 to 360.980, inclusive, to be applied toward the Gaming Licensing Fees imposed by the provisions of NRS Section 463.370, in the amount of:

SEVENTEEN MILLION ONE HUNDRED AND SIXTEEN THOUSAND SEVEN HUNDRED AND FIFTY SEVEN AND 0/100 CENTS

\$17,116,757

NOTARY STAMP



  
Paul Anderson, Executive Director

3/15/2018  
Date



**IRREVOCABLE DECLARATION**

This IRREVOCABLE DECLARATION (this "Declaration") is made as of March 14, 2018 pursuant to Nevada Revised Statutes ("NRS") 360.955, by Tesla, Inc. (the "Company") as the lead participant in a qualified project under NRS chapters 231 and 360.

This Declaration is made with respect to that certain Certificate of Eligibility approved by the Nevada Governor's Office of Economic Development on March 14, 2018.

The Company hereby declares that the amount of transferable tax credits will be applied to applicable fees and taxes as follows:

<b>Applicable Fee or Tax</b>	<b>Applied Amount</b>
Financial Institutions and Business Tax (NRS 360.945.1(a)(1) - Tax imposed by chapters 363A and 363B of NRS)	\$0
Gaming License Fees (NRS 360.945.1(a)(2) - Gaming license fees imposed by NRS 463.370)	\$17,116,757
Insurance Premium Taxes (NRS 360.945.1(a)(3) - Tax imposed by chapter 680B of NRS)	\$0
<b>Total:</b>	<b>\$17,116,757</b>

This Declaration is made effective as of the date first written above.

**TESLA, INC.**

By: 

Name: Nelson Wong

Title: Tax Director