



## Municipal Secondary Market Disclosure Information Cover Sheet Municipal Securities Rulemaking Board (MSRB) Electronic Municipal Market Access System (EMMA)

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### THIS FILING RELATES TO A SINGLE BOND ISSUE:

Name of bond issue exactly as it appears on the cover of the Official Statement:

\_\_\_\_\_

Nine-digit CUSIP\* numbers if available, to which the information relates:

\_\_\_\_\_

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### THIS FILING RELATES TO ALL OR SEVERAL SECURITIES ISSUED BY THE ISSUER, OR ALL OR SEVERAL SECURITIES OF A SPECIFIC CREDITOR:

Issuer's Name: Puerto Rico Industrial Development Company ("PRIDCO")

Other Obligated Person's Name (if any): \_\_\_\_\_

Six-digit CUSIP\* number(s): 745211

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### TYPE OF INFORMATION PROVIDED:

- A.  Annual Financial Information and Operating Data pursuant to Rule 15c2-12

Fiscal Period Covered: 2019-20

- B.  Audited Financial Statements or CAFR pursuant to Rule 15c2-12

Fiscal Period Covered: \_\_\_\_\_

- C.  Notice of Failure to Provide Annual Financial Information as Required: \_\_\_\_\_

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I represent that I am authorized by the issuer, obligor or its agent to distribute this information publicly.

/s/ Julian M. Bayne Hernández

Julian M. Bayne Hernández

Puerto Rico Fiscal Agency and Financial Advisory Authority,  
as Fiscal Agent for PRIDCO

Dated: September 2, 2022

# PUERTO RICO INDUSTRIAL DEVELOPMENT COMPANY

## ANNUAL FINANCIAL INFORMATION Fiscal Year ended June 30, 2020

### Introduction

In connection with the issuance by the Puerto Rico Industrial Development Company ("PRIDCO") of its General Purpose Revenue Bonds, Series 1997A, 1997B and 2003 (Base CUSIP No. 745211), and in compliance with Rule 15c2-12 (the "Rule") of the Securities and Exchange Commission, as amended, PRIDCO has covenanted to file within 305 days after the end of each fiscal year, with the Municipal Securities Rulemaking Board (MSRB) through the Electronic Municipal Market Access System (EMMA):

- Core financial information and operating data for the prior fiscal year, including PRIDCO's audited financial statements, prepared in accordance with generally accepted accounting principles, and
- material historical quantitative data, including financial information and operating data on PRIDCO and its revenues, expenditures, financial operations, and indebtedness generally found in the Official Statements prepared in connection with the bond issues described above.

### Appendix I

Included as Appendix I is PRIDCO's Annual Financial Information and Operating Data Report for fiscal year 2020 as prepared by PRIDCO. The report consists of material historical quantitative data, including financial information and operating data on PRIDCO.

The information should be read in conjunction with the Official Statement prepared in connection with the issuance of the bonds. The headings in this report are the same as the headings in the corresponding sections and subsections of the Official Statements. All terms not otherwise defined shall have the respective meanings given to them in said Official Statements.

### Note

PRIDCO's audited financial statements for fiscal year ended June 30, 2020, were submitted to the MSRB on August 4, 2022 (Submission ID: P11226957).

**APPENDIX I**

**PUERTO RICO INDUSTRIAL DEVELOPMENT COMPANY**

**ANNUAL FINANCIAL INFORMATION AND OPERATING DATA REPORT**

# PUERTO RICO INDUSTRIAL DEVELOPMENT COMPANY

## ANNUAL FINANCIAL INFORMATION AND OPERATING DATA REPORT

### Background and History

The Puerto Rico Industrial Development Company (hereafter PRIDCO or the Company) is a government-owned corporation established in 1942 through Act No. 188 of May 11, 1942, as amended (the Act) with the mission to promote Puerto Rico as an investment destination for companies and industries worldwide. The Company was created primarily to develop industrial parks and buildings to attract manufacturing operations from U.S. companies.

Until 1997, PRIDCO's efforts in fostering Puerto Rico's economic development were complemented by the activities of the Economic Development Administration (EDA). The EDA was an investment promotion agency of the Commonwealth of Puerto Rico in charge of attracting new businesses within manufacturing and services sectors. These efforts transformed the Puerto Rican economy from an agricultural model to a manufacturing powerhouse. On January 1, 1998, in accordance with Act No. 203 of December 29, 1997, EDA was merged with and into PRIDCO and the latter became responsible for all the operations and activities which were previously conducted by the two separate entities. After the merger, PRIDCO remained a public corporation under the umbrella of the Department of Economic Development and Commerce in accordance to the Executive Reorganization Act of 1993 *Art. 1 Reorganization Plan Num. 4, June 22, 1994*.

To accomplish its mission, PRIDCO maintains a continuing infrastructure development program, which includes the leasing or sale of facilities to qualified private and public enterprises and the construction of industrial facilities for lease.

As the official investment promotion agency, PRIDCO continues to attract investment within key sectors like pharmaceuticals, biotechnology, medical devices, information technology, aerospace and apparel, among others. To accomplish this, PRIDCO's value-adding offerings include unique tax and economic incentives for companies seeking to establish or expand operations on the Island, including providing business intelligence, facility selection, project management support, assistance with regulatory and permitting processes (by providing a one-stop customer service option), and offering for lease and sale a wide range of modern industrial parks and sites with relevant infrastructure.

Under the Act, PRIDCO has the power to make contracts, to acquire, own, sell and lease property, to borrow money and issue bonds or notes, to lend money, to acquire stock or securities, to acquire properties by eminent domain, to organize and control affiliated or subsidiary corporations, and to transfer or delegate any of its properties, powers or functions to such affiliates or subsidiaries.

## **Personnel**

As of June 30, 2020, PRIDCO had 145 permanent employees, 74 of whom hold managerial positions, and 71 are members of the Puerto Rico Industrial Development Company Independent Employees Union.

## **Organization Focus**

During the past eleven years, PRIDCO has relied exclusively on a self-financed operational program based on annual strategic planning in order to adapt and compete within the global economy. New opportunities and challenges as well as cost reductions and efficiencies comprise the main objectives within its strategic plan.

## **Industrial Facilities**

PRIDCO develops different types of facilities, from conventional structures, custom-made buildings to meet clients' needs, and industrial parks for lease and sale to public and private enterprises. As of June 30, 2020, PRIDCO owned 23,093,339 square feet of industrial space, of which 15,794,932 square feet were under lease agreements and 5,715,439 square feet were vacant. Of the total vacant space, 3,762,774 square feet were available for lease and 1,952,664 square feet were reserved for prospective tenants for future negotiations. The remaining 1,582,968 square feet of vacant space have restrictive conditions including environmental issues.

General-purpose factory buildings and special industrial buildings were built in sites with access to adequate transportation infrastructure, international & regional airports, public utilities and telecommunication services. Such buildings were constructed according to local and federal building codes and modern industrial standards. Tenants may readily install or construct, at their own cost, special feasible improvements, such as air conditioning and sprinkler systems, among other improvements.

The Company may perform a variety of real estate transactions, including leasing and selling of existing properties and construction of facilities with a pre-agreed, cost reimbursement or buy leaseback contract. For construction of a special purpose building, PRIDCO requires the tenant to execute a lease contract for a period which allows PRIDCO to recover its investment in full.

The useful life of PRIDCO's buildings is stated at 50 years for accounting purposes, although PRIDCO renovates its facilities periodically to generate revenue while promoting local economic activity. PRIDCO's Property Administration Office regularly inspects the industrial facilities to assess their condition and verify whether repair and maintenance work is necessary. PRIDCO has a team of full-time facility inspectors and engineers to carry out this task.

There was no construction of industrial facilities in square feet the fiscal year ended on June 30, 2020.

To establish rental rates of existing facilities, PRIDCO has divided the Island into five (5) industrial zones based on their level of economic activity. Lower rental rates apply to buildings located in less developed zones to promote economic activity. The prevailing rent scale for standard buildings ranges from \$2.00 per square foot for properties located in the Zone 5 region to \$8.45 per square foot for properties located in Zone 1 region.

PRIDCO offers tenants incentivized rents estimated to be below comparable rates in the private sector as a tool for economic development. Changes to the Company's rent scales are subject to approval by the Board of Directors.

The following table presents, the amount of new leased space, the annual rental income during the life of the lease, and the average annual rental rate per square foot for the fiscal year ended on June 30, 2020:

Table II - New Leases Agreements

Fiscal Year Ending June 30	Square Feet Leased	Annual Rent	Average Annual Rent Per Square Foot
2020	581,548	\$771,026	\$1.33

Square feet leased consider all types of lease contracts except for those which grant early access permit to potential tenants. Early access permits are temporary contractual status granted to those potential tenants that need to occupy a property in advance for specific reasons and are on the final phase of the lease agreement approval.

Table III below shows that, during fiscal year ended June 30, 2020, PRIDCO has received proceeds from property sales amounting to \$6.3 million and has realized total gains of \$2.9 million.

Table III - PRIDCO Sales of Properties  
PRIDCO SALES OF PROPERTIES  
(Dollars in thousands)

Fiscal Year	Selling Price			Cost			Gain		
	Land	Building	Total	Land	Building	Total	Land	Building	Total
2020	\$ 1,450	\$ 4,879	\$ 6,329	\$ 2,388	\$ 1,008	\$ 3,396	-\$ 938	\$ 3,871	\$ 2,933
<b>Total</b>	<b>\$ 1,450</b>	<b>\$ 4,879</b>	<b>\$ 6,329</b>	<b>\$ 2,388</b>	<b>\$ 1,008</b>	<b>\$ 3,396</b>	<b>-\$ 938</b>	<b>\$ 3,871</b>	<b>\$ 2,933</b>

PRIDCO has a strict property sales policy that oversees compliance with the Trust Indenture governing PRIDCO's Bonds (as discussed below) before disposing of any property to its for-sale

portfolio. PRIDCO's rental revenue earned from Trustee Properties has a debt coverage ratio of 1.56% for the 2020 fiscal year.

The following table contains PRIDCO's Top 50 industrial tenants. Most of these lessees are leading companies worldwide which export their goods mainly to the U.S. and other markets.

Table IV - Top Fifty Industrial Lessees  
As of June 30, 2020

Rank and Company Name	Summ of Annual Rent	Total Sq. Feet	No. of Leases
1 MICROSOFT P.R., INC.*	\$5,849,093.52	98,298.89	3
2 COOPERVISION, INC.*	\$2,779,656.12	509,284.30	7
3 EATON CORPORATION	\$2,518,506.36	609,057.80	21
4 FENWAL INTERNATIONAL, INC.*	\$2,455,693.08	271,171.20	7
5 HONEYWELL MOCA	\$1,675,747.08	63,756.00	1
6 USSC PRODUCTS	\$1,363,736.04	311,052.40	8
7 DEPARTAMENTO DE DESARROLLO ECONOMICO Y COMERCIO	\$1,136,591.04	41,289.55	4
8 BAXTER INTERNATIONAL, INC.*	\$1,073,542.08	318,772.80	14
9 PROPPER INTERNATIONAL, INC.	\$992,113.98	417,235.70	13
10 HONEYWELL AEROSPACE*	\$979,564.68	158,466.30	2
11 HAMILTON SUNDSTRAND, CORP.*	\$979,309.92	237,823.60	13
12 EDWARDS LIFESCIENCES TECH.SARL	\$971,967.84	275,155.90	11
13 MEDTRONIC EUROPE SA	\$820,021.80	155,496.80	6
14 INGERSOLL-RAND CO.	\$749,343.39	175,853.80	9
15 IRON MOUNTAIN RECORDS MGT (PR)	\$720,761.64	126,449.40	2
16 PUERTO RICO INDUSTRIAL DEVELOPMENT COMPANY	\$661,059.96	156,250.00	1
17 INDUSTRIAL C & S OF PR, LLC	\$623,554.64	290,291.20	16
18 JOHNSON & JOHNSON	\$611,753.94	112,249.60	11
19 NYPRO INTERNATIONAL	\$584,808.12	141,843.00	7
20 PRATT & WHITNEY	\$505,816.37	140,130.70	4
21 JOHN DEWEY COLLEGE	\$499,535.64	106,568.10	8
22 PALL NETHERLANDS	\$491,010.36	113,861.70	2
23 METROPOLITAN LUMBER & HARDWARE	\$474,920.64	151,987.40	12
24 SEAMLESS PUERTO RICO, INC.	\$454,800.96	134,755.80	4
25 ST. JUDE MEDICAL, INC.	\$406,250.52	65,905.35	3
26 SIST. UNIV. ANA G. MENDEZ	\$337,979.88	82,218.91	7
27 ADVANCED MEDICAL OPTICS, INC.	\$337,924.20	74,636.59	3
28 SNC TECHNICAL SERVICES LLC	\$332,176.56	124,500.40	8
29 ESSENTRA PACKAGING PUERTO RICO	\$328,608.72	83,192.08	5
30 GENERAL SERVICE ADMINISTRATION	\$305,003.52	11,402.00	1
31 SOFTEX PRODUCTS, INC. PR	\$304,037.04	109,092.90	6
32 FEDERAL EXPRESS CORP.	\$303,400.32	39,351.53	1
33 ATENTO TELESERVICIOS	\$298,877.16	54,582.58	4
34 AXON PUERTO RICO, INC.	\$290,501.40	68,817.22	3
35 C-AXIS P.R., INC.	\$285,357.24	22,647.40	2
36 THOMAS & BETTS CORPORATION	\$283,243.92	75,531.71	2
37 INCO BUSINESS FURNITURE, CORP.	\$281,937.36	43,711.23	4
38 CCL PUERTO RICO, INC.	\$280,221.60	96,076.00	2
39 RALPH'S FOOD WAREHOUSE, INC.	\$279,001.56	59,362.02	2
40 COPAN INDUSTRIES, INC.	\$274,999.92	50,000.00	2
41 EAGLE INDUSTRIES UNLIMITED, INC.	\$263,006.14	101,106.00	5
42 INDUSTRIAS FELICIANO ALUMINUM, INC.	\$257,045.28	65,074.76	1
43 ONE TO SEVEN, INC.	\$256,614.45	92,868.77	8
44 CARIBE FREIGHT FOWARDING OF PR, INC.	\$247,692.56	42,011.45	4
45 AUTORIDAD DE ACUEDUCTOS Y ALCANTARILLADOS DE PR	\$246,726.00	42,673.72	2
46 AM WINDOW WAREHOUSE, INC.	\$242,306.32	68,244.70	2
47 MUÑOZ HOLDING, INC.	\$240,000.00	0.00	0
48 LA SCALA BEDDING & FURNITURE CO., INC.	\$238,665.14	59,506.62	3
49 UNIVERSIDAD INTERAMERICANA DE PUERTO RICO	\$237,331.20	67,808.91	2
50 MEDTEHC GROUP, INC.	\$228,482.52	45,102.67	3
	<b>\$37,360,299.73</b>	<b>6,762,527.46</b>	<b>271</b>

\* Tenant occupies property(ies) with lease contract(s) tied to construction-lease agreement(s) financed with private financial institution(s).

As shown in the table below, PRIDCO's construction or acquisition of industrial buildings is below the pace of its sales or properties (measured both in square feet and investment).



Table VI - PRIDCO Sales and Construction  
 Analysis of Industrial Buildings  
 (Excluding undeveloped land)  
 Square Feet Sold v. Square Feet Constructed  
 (Dollars in thousands)

Fiscal Year	Sq. Ft. Sold	Proceeds from Property Sales	Sq. Ft. Constructed	Investment
2020	122,066	\$ 6,329	-	\$ -
<b>Total</b>	<b>122,066</b>	<b>\$ 6,329</b>	<b>-</b>	<b>\$ -</b>

### Industrial Parks

PRIDCO has nearly 189 industrial parks, of which 103 are medium and large sized parks, with over four lots of an average size of 84,612 square feet. PRIDCO's industrial parks provide the necessary infrastructure (water, sanitary, electrical, power, telephone, access, etc.) for light and medium industrial operations, thus simplifying the process of establishing new businesses. Most industrial parks are located at strategically selected sites in coordination with the Puerto Rico Planning Board, General Permits Office (OGPe), infrastructure agencies, state and federal regulatory agencies, and other pertinent entities. Accessibility to main highways and expressways, seaports and airports are key aspects for site selection. Clients are assured of a full infrastructure conditioned property before taking possession.

PRIDCO also assists private entities in the development of private industrial projects contributing with technical and advisory assistance. PRIDCO's Capital Improvements Program considers the acquisition and development of land for future industrial demand.

Since March 2022, PRIDCO is in negotiation for the expansion of companies such as CCL and Terrumo.

### Foreign-Trade Zone

PRIDCO is the grantee of Foreign-Trade Zone No. 7 (FTZ No. 7) since 1960 and is one out of three existing general-purpose foreign trade zone projects on the Island (GPZ). PRIDCO's FTZ project is comprised of 136 PRIDCO owned industrial parks and five privately owned industrial parks totaling 4,550 acres of FTZ designated land in 78 municipalities. Activities performed in the zone are those permitted in 19 U.S.C. §81(c) which include manufacture, warehousing, and distribution of goods with foreign-sourced material, allowing the operator to defer the payment of duties while in the zone. Other savings are those contemplated in local legislations to exempt property tax on inventory maintained within an authorized zone, and municipal license tax exemption on exports from the zone to foreign countries.

**General Purpose Zones.** During fiscal year 2020 PRIDCO's general purpose zone served 24 distribution and manufacturing firms on a continuous basis retaining 968 full-time FTZ-related employees and generating direct annual payrolls of \$48,350,206. Operators received merchandise amounting to \$1,300,723,458 and shipped out a total of \$1,276,245,744 of merchandise. Activities performed included warehousing and distribution of vehicles, veterinarian products, chemicals, contact lenses, clothing, electronics, hardware products, wood, electro-domestic appliances, tires, inner tubes and batteries, and contract manufacturing of pharmaceutical products.

**Subzones.** FTZ No. 7 served 9 manufacturing subzone firms and 3 warehouse/storing subzones, during fiscal year 2020. All of them used the subzones on a continuous basis retaining 1,120 full-time FTZ-related employees and generating direct annual payrolls totaling \$25,298,102. Subzone operators received \$9,289,960,130 in merchandise and shipped out \$9,110,951,289 in merchandise. Activities performed in the subzones included warehousing and distribution of petroleum derivatives, warehousing and distribution of vehicles, manufacturing of pharmaceutical products, herbicide products, biotechnology products, and contract- manufacturing of pharmaceutical products

PRIDCO charges an annual fee to those companies operating within its zone grant. The fee is not related to the regular lease agreement obligations (PRIDCO's core business). Current rates are: \$10,000.00 for GPZ operators and \$25,000.00 for sub-zone operators. Annual billing for fiscal year 2020 amounted to \$570,000.

## **TAX AND OTHER INCENTIVES**

The manufacturing sector in Puerto Rico has historically benefited from tax incentives, mostly through the Industrial Tax Incentives Program.

### **Industrial Incentives Program**

Since 1948, the Puerto Rico Legislature has enacted several industrial incentives laws designed to stimulate industrial investment. Under these laws, companies engaged in manufacturing and other designated activities are eligible to receive full or partial exemption from income, property, and municipal taxes.

On May 28, 2008, the Government of Puerto Rico approved Act No. 73, also known as the Economic Incentive for the Development of Puerto (Act 73), with the purpose of providing (i) an adequate environment and opportunities for the continued development of our local industry, and (ii) an attractive tax proposal that appeals to foreign direct investments and fosters the economic development and social advancement in Puerto Rico.

The economic incentive benefits provided by Act 73 are substantially more competitive than those provided by previous tax incentive laws such as Act 135 of 1998. The activities eligible to benefit from tax incentives under the Act 73 include manufacturing and scientific and industrial research and development, among others.

Act 73 provides an adequate regulation environment and facility development opportunities for

the continued development of our local industry. Furthermore, it provides an attractive tax proposal that appeals to foreign direct investments and fosters the economic development and social betterment in Puerto Rico. In general terms, any industrial unit that is established for production of a manufactured product on a commercial scale and any bona fide office, business or establishment with the capability and skills necessary to render a service on a commercial scale, are eligible businesses. The companies must meet the characteristics established in Act 73 to be considered an eligible business and are subject to evaluation before a grant is issued.

Act 73 empowers PRIDCO to administer the Special Fund for the Economic Development (FEDE, as its Spanish acronym) to assist in the promotion of industrial and economic development, and for the social betterment in Puerto Rico. The funds are appropriated by the Commonwealth's Legislature. Upon receipt of funds from the Commonwealth, PRIDCO deposits such funds in a special account over which PRIDCO only has administrative responsibilities. The fund is audited on a separate basis, apart from PRIDCO and its other components.

The following list includes some of the economic incentives available to applicant businesses under Act 73.

- Income Tax Rates incentives include two basic scenarios: the general scenario of 4% (12% tax withholding on royalties) and the alternative Scenario, with the approval of the Secretary of Economic Development, of 8% (2% tax withholding on royalties).
- Tax Credits are available for purchases of products manufactured in Puerto Rico, for products made from recycled materials, and job created.
- Other tax exemptions available for exempted businesses that hold a grant under Act 73 include a 90% exemption from municipal and Commonwealth property taxes; a 60% exemption from municipal licenses, municipal excises and other municipal taxes imposed by any Municipal Ordinance; and certain Commonwealth Excise Tax and Sales and Use Tax exemptions.
- Special Deductions are available for certain Net Operating Losses and for Investment in Building, Structures, Machinery and Equipment.

Act 73 requires the Secretary of the Treasury to establish the special fund (FEDE) to initially allocate 7.5% percent of the income tax revenues paid by exempted businesses and attributable to their industrial development income and payments of withholding tax on royalty of said exempted businesses. The share of the tax revenues to the FEDE increased to 10% on July 1, 2016.

PRIDCO is in charge of the administration of the FEDE to spur investment promotion and the creation of jobs. Since FEDE special fund is recorded on the books of the Department of the Treasury, it is not presented in PRIDCO's basic financial statements.

## **DEBT AND CAPITAL ACCOUNTS**

PRIDCO obtains funds for capital improvements from self-generated funds, loans, and government contributions. During August 2003, PRIDCO issued General Purpose Revenue and Refunding Bonds (the Bonds) amounting to \$162.2 million. The proceeds of the Bonds issuance were used mainly to (i) refund the Series 1991 Bonds then-outstanding in the amount of \$25.6 million; (ii)

pay notes payable to the Government Development Bank for Puerto Rico in the amount of \$78.7 million; (iii) provide \$52.1 million for the construction of industrial facilities; and (iv) pay \$4.7 million for the issuance costs and deposit in the debt service reserve account. Capitalized terms used in this section not otherwise defined herein have the meaning ascribed to them in the Trust Indenture, dated July 1, 1964 (the Trust Indenture).

The following table sets forth PRIDCO's Debt and Net Assets during the fiscal year 2020.

Table VII – Debt and Net Assets  
(Fiscal Year ending June 30)  
(Dollars in thousands)

	<u>2020</u>
<u>DEBT</u>	
Bonds	\$ 149,837
<u>Other</u>	<u>520,319</u>
<b>Total Debt</b>	<b><u><u>\$ 670,156</u></u></b>
 <u>NET ASSETS</u>	
Invested in Capital Assets	\$ 381,673
Restricted	3,843
Unrestricted	<u>(374,361)</u>
<b>Total Net Assets</b>	<b><u><u>\$ 11,155</u></u></b>
 <b>TOTAL DEBT AND NET ASSETS</b>	 <b><u><u>\$ 681,311</u></u></b>

Includes debt incurred by PRIDCO subsidiaries or guaranteed by PRIDCO.

### **Total Assets**

As of June 30, 2020, PRIDCO's total assets were approximately \$665 million. Net Property and Equipment amounted to approximately \$587 million, including land, land held for improvement, construction in progress, industrial buildings and improvements, administration buildings and improvements, machineries, equipment, furniture, and vehicles.

PRIDCO's fixed assets are stated at cost, with property and equipment depreciated over their estimated useful lives. It is PRIDCO's opinion that market value of property and land are higher than their respective book value.

On August 1, 2016 PRIDCO failed to transfer payment of principal and interest when due on the Bonds. As a result, payments of principal and interest due were made out of reserve funds held by the Trustee until June 2, 2018.

As of June 30, 2020, the balance in the Sinking Fund Reserve Account was \$2.0 million, which is under the minimum required balance of \$16.1 million.

As of June 30, 2020, PRIDCO holds \$2.0 million in money market deposited in a sinking fund reserve account with U.S. Bank Trust National Association (the Trustee), that will be used for the payment of Bond debt service and sinking fund requirements. PRIDCO suspended their deposits in the sinking fund accounts, consequently, repayments of the Bonds have not been honored from the required sinking fund reserve account during fiscal year 2020. Refer to the subsequent events below for further information on the current status of debt service payments under the Standstill Agreement (defined below).

## **OPERATING RESULTS AND RATIOS**

A portfolio of properties, whose gross rents are pledged to the payment of the Bonds as per the companies Trust Indenture, are referred to as the Trusteed Properties. "Eligible Properties" are those which PRIDCO may at any time, and under certain circumstances, classify as Trusteed Properties.

The following table shows historical gross revenues of the Trusteed Properties and Eligible Properties, Principal and Interest requirements on the Bonds.

The historical debt coverage ratios in the table below include gross rental revenues from Eligible Properties and are shown for illustrative purposes only. The only revenues pledged to the payment of the Bonds are gross revenues of the Trusteed Properties. In addition, the table provides information regarding certain proceeds derived from the sale of PRIDCO properties and interest derived from the Reserve Account, both of which are considered for purpose of compliance with the additional bond tests contained in the Trust Indenture.

During fiscal year 2020, the debt coverage ratio was 1.56.

Table VIII – Historical Debt Coverage Ratios  
(Fiscal Year ending June 30)  
(Dollars in thousands)

	<b>2020</b>
Rental Revenue Collected – Trustee Properties	\$ 28,232
Certain Proceeds from Sale of Properties <sup>1</sup>	1,266
Interest on Reserve Account	(191)
<b>Total</b>	<b>\$ 29,307</b>
Rental Revenues Collected – Eligible Properties	27,538
<b>Adjusted Total</b>	<b>\$ 56,845</b>
Maximum Principal and Interest Requirements	<b>\$ 18,150</b>
<b><u>Debt Coverage Ratios</u></b>	
Trustee Properties	<b>1.56%</b>
Trustee and Eligible Properties	<b>3.07%</b>
Trustee Properties, Certain Proceeds from Sale of Properties, and Interest on Reserve Account	<b>1.61%</b>
Trustee and Eligible Properties, Certain Proceeds from Sale of Properties, and Interest on Reserve Account	<b>3.13%</b>

<sup>1</sup> Included up to a maximum of 20% of the sales of property and the sum of the contingent rentals and fixed based rentals by PRIDCO from the Trustee Properties, and the amount of any cash income received by PRIDCO from any mortgages or mortgage bonds included in the Trustee Properties.

The following Consolidated Statement of Operations illustrates selected financial data for the fiscal year ending on June 30, 2020. This data is derived from PRIDCO’s consolidated financial statements, which have been audited by independent public accountants.

The following table summarizes PRIDCO’s consolidated statement of operations. It should also be noted that rental income in the following table represents all rent amount due or billed during the indicated period, while gross revenue available for Principal and Interest requirements consists of actual collections of rentals of Trusteed Properties and Eligible Properties.

Table IX – Historical Consolidated Statement of Operations  
(Fiscal Years ending June 30)  
(Dollars in thousands)

	2020
<b>REVENUES</b>	
Rental income from Trustee and Eligible Properties	\$ 56,947
Net Gain on Sale of Property & Insurance	2,933
Net Investment Income	372
Interest Income	84
Grants and Contributions	558
Other Revenues	746
<b>Total Revenues</b>	<b>61,640</b>
<b>EXPENSES</b>	
Salaries and Wages	8,173
Pension Expense	10,991
Other Post-employment Benefits	392
Administrative and General	11,559
Custodial Credit Loss on Deposits with the Economic Development Bank	14
Depreciation and Amortization	17,553
Maintenance and Repairs	4,200
Impairment Loss on Investments and Capital Assets	766.00
<b>Sub Total Expenses</b>	<b>53,648</b>
<b>FINANCE CHARGES</b>	
Interest Expenses	13,807
Total Finance Charges	13,807
<b>Total Expenses</b>	<b>67,455</b>
<b>TOTAL INCOME (LOSS) BEFORE CONTRIBUTIONS</b>	<b>(5,815)</b>
Contributions from U.S. Government Agencies	-
Capital Contributions	3,850
<b>NET INCOME (LOSS)</b>	<b>\$ (1,965)</b>
Net Assets (Deficit) beginning of year	\$ 13,120
Net Assets (Deficit) end of year	\$ 11,155

As of June 30, 2020, net assets of \$11.2 million are composed of \$382 million invested in capital assets, net of related debt, and a deficit of \$374.4 million.

PRIDCO reported a negative change in net position of approximately \$2 million, an increase of \$108.9 million with respect to prior year's change in net position. This increase is primarily due to the effect of the adoption of Governmental Accounting Standard Board 73-Accounting and Financial Reporting for Pensions and Related Assets that are Not Within the Scope of GASB Statement 68, and

Amendments to Certain Provisions of GASB Statements 67 and 68, which resulted in a pension expense amounting to \$131 million during year 2019.

## Industrial Rentals and Collections

The following table presents PRIDCO’s industrial space rentals billed and collections for the fiscal year ended on June 30, 2020:

Table X – Industrial Rentals Billed and Collections  
(In thousands)

Fiscal Year Ending June 30,	Square Feet Billed	Rentals Billed	Rentals Collected	Collection Rate
2020	14,277	\$61,102	\$55,770	91%

For the purpose of Table XI Rental Collected from (i) early termination penalties of contract cancelation agreements, (ii) repairs and maintenance charges to former tenants, (iii) administrative fees to tenants and other revenues, have been excluded and are hereby referred to as “One Time Collections.” The Adjusted Rentals Collected includes revenues from current fiscal year and One Time Revenues transactions as shown below.

PRIDCO has a collection and eviction program (the Collection Program) that includes close monitoring of delinquent accounts and aggressive collection efforts. Under this Collection Program, clients are sent monthly bills 15 days before payment is due. The bills are due on the 1<sup>st</sup> day of the month. Clients that have not paid their rent by the 10<sup>th</sup> day of each month are sent a reminder letter. Clients that have not paid their rent by the 20<sup>th</sup> day are sent a second reminder.

Clients that have rent overdue for more than 60 days are sent an initial warning letter requesting payment within 15 days. After another 15 days grace period, a second warning collection letter is sent requesting immediate payment within 5 days. After these 5 days, a third letter is sent by the PRIDCO’s Legal Department. Consequently, after two warning letters without acknowledgment from the tenant, the client is referred to PRIDCO’s Legal Department and sued for eviction and collection of monies. The Legal Department is responsible for obtaining the eviction judgment and the Treasurer’s Office for its execution.

## CAPITAL IMPROVEMENTS PROGRAM

### Historical Background

During the fiscal year 2020, all of PRIDCO’s capital expenditures were used for the development and maintenance of industrial facilities, including buildings, land acquisition, and land development



(mostly, site improvements). The following table summarizes the capital expenditures of PRIDCO and sources of funds for such expenditures during the fiscal year on June 30, 2020.

Table XII – Historical Capital Improvements Program  
(Fiscal Year ending June 30)  
(Dollars in thousands)

	<u>2020</u>
<b><u>Capital Improvements</u></b>	
Industrial Buildings Construction	\$ -
Industrial Land Development	-
Land Acquisition	-
Property Improvements and Other	<u>3,959,418</u>
<b>Total</b>	<b>\$ 3,959,418</b>
<b><u>Sources of Funds</u></b>	
Internally Generated Funds	\$ 3,959,418
Government Contributions – Federal	<u>-</u>
<b>Total</b>	<b><u>\$ 3,959,418</u></b>

## ENVIRONMENTAL MATTERS

The nature of PRIDCO tenants’ manufacturing operations is highly susceptible to pollution obligations. PRIDCO, as owner, has the financial responsibility for cleanup costs and pollution remediation in case of tenants’ default. Pollution remediation obligations, which include contamination, are obligations incurred to address the current or potential detrimental effects of existing pollution by participating in remediation activities such as site assessments and cleanups, but excludes pollution prevention or control obligations with respect to current operations, and future pollution remediation activities that are required upon retirement of an asset. As of June 30, 2020, PRIDCO's liability for pollution remediation amounted to \$19.9 million. Pollution remediation is a process that can last several years and involves different stages. PRIDCO has called former or current tenants to make them accountable for cleanup or pollution remediation costs; otherwise PRIDCO has assumed the responsibility. Notwithstanding, PRIDCO has been considered a responsible party in a lawsuit, at initial stage, and in several claims at the regulating agencies level related to pollution remediation obligations. Federal Environmental Protection Agency (EPA), the Puerto Rico Department of Environment and Natural Resources (DENR), and the Puerto Rico Environmental Quality Board (EQB) have the oversight and the enforcement responsibility in cases of pollution.

Federal claims are covered pursuant the Comprehensive Environmental Response, Compensation and Liability Act of 1980 (CERCLA, or commonly known as Superfund), which provides broad Federal authority to respond directly to releases or threatened releases of hazardous substances that may endanger public health or the environment, and the Resource Conservation Recovery Act (RCRA) of 1976, which provides for proper disposal of solid waste and hazardous waste.

Agencies are authorized by law to identify parties responsible for the pollution of sites and compel the parties to remediate it.

Experience has shown that uncertainties associated with environmental remediation contingencies are pervasive and often result in wide ranges of outcomes. Estimates developed in the early stages of remediation can vary significantly. A definite estimate of costs does not normally become fixed and determinable at a specific time. Rather, the costs associated with environmental remediation become estimable over a series of events and activities that help to frame and define a liability.

Estimates of the amount and timing of future costs of environmental remediation requirements are by their nature imprecise because of the continuing evolution of environmental laws and regulatory requirements, the availability and application of technology, the identification of presently unknown remediation sites, and the allocation of costs among the potentially responsible parties. Based upon information presently available, such future costs are not expected to have a material effect on PRIDCO's financial position. However, such costs could be material to the results of operations in a future year.

## **SUBSEQUENT EVENTS**

### Specific Conditions – Federal Fiscal Year 2020

PRIDCO approved a lease rent moratorium amounting to \$1.1 million due to COVID-19 pandemic.

### **PRIDCO Fiscal Plan**

On May 20, 2022, the Financial Oversight and Management Board for Puerto Rico (the Oversight Board) certified its most recent fiscal plan for PRIDCO (the Oversight Board Fiscal Plan), which seeks to support cost reductions and improve property management resulting in a more efficient and effective government structure, including the following:

- Payroll Measures
- Pay Go Measures
- Delinquency Rate Improvement Measure
- Expired Lease Measures
- Third-Party manager Measures
- Shared Services Measures on the MOU
- Capital Expenditures Improvement Measures
- Rent Escalation Measure
- Occupancy Process Optimization

- Needs Assessment of Real Estate Information System
- Divestment of non-rentable properties
- Update Rental Rate Card
- Inter-Governmental Real Estate Representations
- Implementation of Fiscal Controls
- Skills and Knowhow Transfer from Consultants to Public Sector Personnel

There is no certainty that the Oversight Board Fiscal Plan (as currently certified or as subsequently amended and recertified) will be fully implemented, or if implemented will ultimately provide the intended results.

### **Standstill Agreement**

On June 13, 2019, the Puerto Rico Fiscal Agent and Financial Advisory Authority (AAFAF), on behalf of PRIDCO, entered into a restructuring support agreement (the RSA) with GoldenTree Asset Management (GoldenTree), holder of over two-thirds of the outstanding Bonds. The RSA contemplated a financial restructuring of the Revenue Bonds through a Qualifying Modification under Title VI of the Puerto Rico Oversight, Management, and Economic Stability Act (PROMESA).

On April 16, 2021, PRIDCO received a Notice of termination of the RSA from GoldenTree and the RSA is no longer effective.

On May 6, 2021, GoldenTree commenced a legal action in the United States District Court for the District of Puerto Rico. This legal action sought to remedy PRIDCO's purported failure to abide by its obligation to holders of Revenue Bonds issued in 1997 and 2003 by, among other things, not paying principal and interest on the Bonds. GoldenTree and PRIDCO entered into a standstill agreement on October 21, 2021 (the Standstill Agreement) which resulted in dismissal of the lawsuit. Under the Standstill Agreement, GoldenTree agrees to forbear from exercising any rights or remedies available with respect to the Bonds, including any further prosecution of the legal action. In exchange, PRIDCO committed to pay to the Trustee monthly interest payments on the Bonds, totaling \$672,354.38 per month. The Standstill Agreement extended in multiple occasions and currently is set to expire on September 30, 2022 (the Forbearance Period).

The failure of PRIDCO to make any such interest payment, if not cured within three business days, shall result in the automatic termination of the Forbearance Period, without any further action by any party.

## **Commonwealth Plan of Adjustment**

On July 30, 2021, the Oversight Board—as representative to the Commonwealth, the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (ERS), and the Puerto Rico Public Authority (PBA) in their respective Title III cases—filed its Seventh Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. [ECF No. 17629] (the Seventh Amended Plan), and a corrected disclosure statement related thereto [ECF No. 17628], which was approved by the Title III Court.

On October 26, 2021, the Governor signed into law Act No. 53 of 2021 (Act 53), known as the “Law to End the Bankruptcy of Puerto Rico,” which provided legislative approval for the bond transactions contemplated in the Seventh Amended Plan conditioned on the elimination of its monthly pension cut provisions in an amended version of that plan.

On November 3, 2021, the Oversight Board filed its Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. [ECF No. 19053] (the Eighth Amended Plan), which further revised the Seventh Amended Plan to eliminate its monthly pension cut provisions consistent with Act 53, among other things. The hearing to consider confirmation of the Eighth Amended Plan commenced on November 8, 2021 and concluded on November 23, 2021. The final modified version of the Eighth Amended Plan was filed on January 14, 2022 [ECF No. 19813-1] (as confirmed, the Commonwealth Plan of Adjustment).

On January 18, 2022, the Title III Court entered its findings of fact and conclusions of law in connection with the Eighth Amended Plan [ECF No. 19812] (the Findings of Fact) and an order confirming the Eighth Amended Plan [ECF No. 19813] (the Commonwealth Confirmation Order). In both the Commonwealth Confirmation Order and Findings of Fact, the Title III Court found that Act 53 properly authorized the issuance of new bonds and provided adequate means for implementation of the Commonwealth Plan of Adjustment.

Between January 28, 2022 and February 17, 2022, six appeals of the Confirmation Order were filed in the First Circuit. On March 8, 2022, the First Circuit entered an order dismissing the appeal by the Judge’s Association [Case No. 22-1098] following a motion to voluntarily dismiss. By March 11, 2022, the First Circuit denied all parties’ motions for a stay pending appeal, which allowed the Commonwealth Plan of Adjustment to become effective despite the appeals. On April 26, 2022, the First Circuit affirmed the Commonwealth Plan of Adjustment with respect to the appeal filed by the teachers’ associations. See Case No. 22-1080. On July 18, 2022, the First Circuit affirmed the Title III Court’s finding that the Commonwealth Plan of Adjustment could not discharge otherwise valid Fifth Amendment takings claims without payment of just compensation. See Case No. 22-1119. Oral argument on the merits of the remaining three appeals [Case Nos. 22-1079, 22-1092, 22-1120] was held on April 28, 2022, but a final determination on those appeals remains pending.

On March 15, 2022 (the Effective Date), the conditions precedent to the Effective Date of the Commonwealth Plan of Adjustment were satisfied and/or waived by the Oversight Board, and the plan became effective. Accordingly, the Commonwealth Plan of Adjustment has been confirmed and is currently effective as of the date hereof.

As of the Effective Date, the Commonwealth Plan of Adjustment reduced the Commonwealth's total funded debt obligations from approximately \$34.3 billion of prepetition debt to only approximately \$7.4 billion, representing a total debt reduction of 78%. This debt reduction will also reduce the Commonwealth's maximum annual debt service (inclusive of COFINA debt service) from approximately \$4.2 billion to \$1.15 billion, representing a total debt service reduction of 73%. Also as of the Effective Date, all of the legacy Commonwealth general obligation bonds, ERS bonds, and PBA bonds were discharged, and all of the Commonwealth, ERS, and PBA obligations and guarantees related thereto were discharged. In addition, all Commonwealth laws that required the transfer of funds from the Commonwealth to other entities are deemed preempted, and the Commonwealth has no obligation to transfer additional amounts pursuant to those laws. Importantly, effectuating the Commonwealth Plan of Adjustment provides a path for Puerto Rico to access the credit markets and develop balanced annual budgets.

A critical component of the Commonwealth Plan of Adjustment is the post-Effective Date issuance of new general obligation bonds (the New GO Bonds) and contingent value instruments (CVIs) that provides recoveries to GO and PBA bondholders, as well as holders of clawback claims against the Commonwealth and certain of its component units and instrumentalities.

Municipal governments typically issue amortizing debt—i.e., debt with principal maturities due on a regularly scheduled basis over a duration that varies generally between 20 and 40 years. The Commonwealth's New GO Bonds will mature over 25 years and will include both Capital Appreciation Bonds (CABs) and Current Interest Bonds (CIBs). All of the CABs and CIBs will have term bonds with mandatory sinking fund payments. This is intended to optimize cash available to pay debt service since the municipal market has a yield curve, and bonds are not priced to the average life as is the case in other markets, because specific investors may purchase bonds in differing parts of the maturity curve, including individual investors, corporations and mutual funds.

The New GO Bonds were issued with an aggregate original principal amount of approximately \$7.4 billion, consisting of approximately (i) \$6.6 billion of New GO CIBs, (ii) \$442.5 million of New GO CABs with a 5.375% interest rate, and (iii) \$288.2 million of New GO CABs with a 5.0% interest rate. They have 11 different maturity dates and will be secured by (a) a statutory first lien, (b) a pledge of the amounts on deposit in the Debt Service Fund, and (c) a pledge of the Commonwealth's full faith, credit and taxing power in accordance with Article VI, Section 2 of the Commonwealth Constitution and applicable Puerto Rico law. The New GO Bonds are dated as of, and will accrue or accrete interest from, July 1, 2021.

The Commonwealth Plan of Adjustment also provides for the issuance of CVIs, an instrument that gives a holder the right to receive payments in the event that certain triggers are met. The Commonwealth Plan of Adjustment establishes revenue-based performance benchmarks and permits the holders of CVIs to receive payments on account of the CVIs only if the benchmarks are exceeded. The CVIs issued under the Commonwealth Plan of Adjustment are based on over-performance collections of the Commonwealth's 5.5% sales and use tax (SUT), with some CVIs also being subject to over-performance collections of rum tax. The CVIs represent a conditional promise by the Commonwealth to pay CVI holders only if the SUT or rum tax baselines are

exceeded in a given fiscal year. The outperformance metric will be measured as of the end of each fiscal year (i.e., June 30) beginning in fiscal year 2022 and is based on a SUT and rum tax collections baselines for fiscal years 2022 to 2043 as established in the Board-certified fiscal plan for the Commonwealth, dated May 27, 2020. As with the New GO Bonds, the Commonwealth pledged its full faith, credit and taxing power under the Puerto Rico Constitution and applicable Puerto Rico law for payment of the CVIs. The CVIs will be deemed issued on July 1, 2021.

The CVIs are also divided into two categories: (i) general obligation debt CVIs (GO CVIs), which will be allocated to various holders of GO bondholder claims; and (ii) clawback debt CVIs (the Clawback CVIs), which will be allocated to claims related to HTA, PRCCDA, PRIFA, and MBA bonds. The GO CVIs have a 22-year term. The Clawback CVIs have a 30-year term. The GO CVIs are subject to a lifetime cap of \$3.5 billion, with maximum annual payments of \$200 million plus any unused amounts from previous years subject to cumulative annual payments not exceeding \$400 million. Similarly, the Clawback CVIs are subject to a \$5.2 billion aggregate lifetime cap, allocated across the different types of bond claims, with maximum annual payments of (i) \$175 million plus any unused amounts from previous years, not to exceed cumulative annual payments of \$350 million, for fiscal years 1-22 of the 30-year term; and (ii) \$375 million plus any unused amounts from previous years, not to exceed cumulative annual payments of \$750 million, for fiscal years 23-30 of the 30-year term. The CVIs also apply an annual payment waterfall in which the first \$100 million will be paid to GO CVIs and the next \$11,111,111 will be paid to Clawback CVIs.

The Commonwealth Plan of Adjustment classifies claims into 69 classes, with each receiving the following aggregate recoveries:

- Various categories of Commonwealth bond claims (Classes 15-50): 73% recovery consisting of cash, New GO Bonds, and GO CVIs.
- Various categories of PBA bond claims (Classes 1-12, 14): 79% recovery in cash in addition to the New GO Bonds and GO CVIs that PBA bondholders receive on account of their guarantee claims against the Commonwealth.
- Various categories of clawback creditor claims (Classes 59-63): 23% recovery consisting of the Clawback CVIs.
- ERS bond claims (Class 65): 16% recovery consisting of cash and interests in the ERS Private Equity Portfolio (as defined in and established under the Commonwealth Plan of Adjustment).
- Various categories of general unsecured claims (Classes 13, 58, and 66): 21% recovery in cash.
- Other miscellaneous claims (Classes 52-57, 64, 67-69): 26% recovery in cash.

For general unsecured claims, the Commonwealth Plan of Adjustment provides for separate levels of creditor cash recoveries at each debtor, as applicable. All general unsecured claims against the Commonwealth, ERS, and PBA are discharged, except certain Eminent Domain/Inverse

Condemnation Claims (as defined in the Commonwealth Plan of Adjustment) that are not discharged until they receive payment in full, subject to an appeal of the Title III Court's ruling on such claims. If that ruling is reversed, then the Eminent Domain/Inverse Condemnation Claims will be dischargeable and impaired. All other general unsecured creditors at the Commonwealth will receive up a pro rata share of the general unsecured creditor reserve fund (the GUC Reserve), plus amounts received by the Avoidance Actions Trust (as defined in and established under the Commonwealth Plan of Adjustment) up to 40% of the value of their claim. The GUC Reserve was funded with \$200 million on the Effective Date and will be replenished with an additional aggregate total amount of \$375 million funded in incremental amounts annually through December 31, 2025. Depending on the outcome of the appeal regarding Eminent Domain/Inverse Condemnation Claims, the GUC Reserve amount could be reduced by up to \$30 million. ERS's general unsecured creditors will receive pro rata cash distributions from a fund established for ERS general unsecured creditors, which consists of \$500,000 plus any net recoveries by the Avoidance Actions Trust allocable to ERS. PBA's general unsecured creditors will be entitled to a cash payment equal to 10% of their claim upon allowance.

Importantly, the Commonwealth Plan of Adjustment preserves all accrued pension benefits for active and retired public employees under Class 51. However, participants of the Retirement System for the Judiciary of the Commonwealth of Puerto Rico (JRS) and Teachers Retirement System of Puerto Rico (TRS) will be subject to benefits freeze and the elimination of any cost-of-living adjustments previously authorized under the JRS and TRS pension plans.

In their respective appeals, the teachers' association and judges' association argued that (i) the Commonwealth Plan of Adjustment's freeze of pension accruals and the elimination of COLAs were inconsistent with Act 53 and, therefore, those provisions were unauthorized by the legislature, and (ii) the Commonwealth laws authorizing the continued accruals for the JRS and TRS pension plans were not properly preempted by the Commonwealth Plan of Adjustment. See *In re The Fin. Oversight & Mgmt. Bd. for P.R.*, Case No. 17-3283-LTS, 2022 WL 620624, at \*3-4 (D.P.R. Mar. 3, 2022). The First Circuit rejected these arguments, concluding that the operative provisions of Act 53 conditioned authority to issue securities under the Commonwealth Plan of Adjustment on the elimination of the "Monthly Benefit Modification" in the Seventh Amended Plan, which only concerned accrued pension rights of pension plan participants and retirees, not the defined benefit freeze or elimination of COLAs. See *In re The Fin. Oversight & Mgmt. Bd. for P.R.*, 32 F.4th 67, 81-82 (1st Cir. 2022). In addition, the First Circuit held that PROMESA preempts Commonwealth law – such as the JRS and TRS pension statutes – insofar as those laws purport to dictate contrary to the Commonwealth Plan of Adjustment the Commonwealth's financial obligations to participants in its pension plans. *Id.* at 78. As a result, the First Circuit affirmed the Title III Court's Confirmation Order as to the JRS and TRS pension provisions implementing a benefits freeze and the elimination of COLAs.

During the pendency of the PROMESA cases, a variety of legal issues were raised related to creditor claims. As a result of the recoveries provided under the Commonwealth Plan of Adjustment, the COFINA plan of adjustment, and the Title VI qualified modifications for GDB, PRIFA, and PRCCDA, substantially all of those litigation proceedings have been resolved and dismissed. Certain claims, however, were not discharged under the Commonwealth Plan of

Adjustment, including: (i) the Eminent Domain/Inverse Condemnation Claims (Class 54); (ii) the Tax Credit Claims (Class 57); (iii) the resolution of certain claims subject to the ACR process (see Commonwealth Plan of Adjustment § 82.7); and (iv) certain Underwriter Actions related to indebtedness issued by the Commonwealth or any of its agencies or instrumentalities against any non-debtors (see Commonwealth Plan of Adjustment § 92.2(f)). Additional litigation proceedings also will be dismissed upon the effective date of the PRHTA plan of adjustment, which is currently expected to be proposed on April 2022.

For further information, refer to the final versions of the Commonwealth Plan of Adjustment, Findings of Fact, and Commonwealth Confirmation Order, which are available at <https://cases.primeclerk.com/puertorico/Home-DocketInfo>.

### **Extension of Single Audit Submission**

As a result of COVID-19, the United States Office of Management and Budget issued a memorandum granting various disaster relief flexibilities to reduce burden for financial assistance. One of these flexibilities was the extension for Single Audit submission. Awarding agencies, in their capacity as cognizant or oversight agencies for audit, should allow recipients and subrecipients that have not yet filed their single audits with the Federal Audit Clearinghouse as of the date of the issuance of this memorandum that have fiscal year-ends through June 30, 2021, to delay the completion and submission of the Single Audit reporting package, as required under Subpart F of 2 CFR § 200.501 to six months beyond the normal due date. No further action by awarding agencies is required to enact this extension.

This extension does not require individual recipients and subrecipients to seek approval for the extension by the cognizant or oversight agency for audit; however, recipients and subrecipients should maintain documentation of the reason for the delayed filing. Recipients and subrecipients taking advantage of this extension would still qualify as a "low-risk auditee" under the criteria of 2 CFR § 200.520(a). (2 CFR § 200.501). For PRIDCO, such flexibility extends the period for completion and submission of the June 30, 2021 Single Audit from its original due date of March 31, 2022, to September 30, 2022. This extension did not cover this Single Audit.