

CONSENT OF JPMORGAN CHASE BANK, NATIONAL ASSOCIATION –
TO INTERAGENCY AGREEMENT

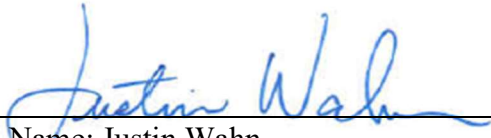
The undersigned, JPMorgan Chase Bank, National Association (the “Bank”), as lender with respect to the Loan Agreement dated as of May 26, 2021 (as amended, the “Loan Agreement”), between Colorado High Performance Transportation Enterprise (“HPTE”) and the Bank.

HPTE has requested that the Bank consent to HPTE’s execution of an Interagency Agreement with the State of Colorado in the form attached hereto as Exhibit A (the “Interagency Agreement”). The Bank hereby consents to the Interagency Agreement. In the event any material changes are made to the form of Interagency Agreement HPTE acknowledges this consent to be null and void.

In addition, this consent shall not be deemed to operate as a consent to or waiver of any other right, power or privilege of the Bank under the Loan Agreement or any other document or agreement referenced herein or therein.

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JPMORGAN CHASE BANK, NATIONAL
ASSOCIATION

By:  _____
Name: Justin Wahn
Title: Executive Director

Dated: February 9, 2023