

**GRAND PARKWAY TRANSPORTATION CORPORATION
MONTHLY TRAFFIC AND OPERATING REPORT***

For the Period Ending: June 30, 2017



** Unaudited preliminary document and subject to change.*

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SYSTEM REVENUE AND EXPENSES

\$ Thousands	Monthly Actuals 6/30/2017	Fiscal Year		
		YTD Actual	YTD Budgeted ⁽⁷⁾	YTD Variance ⁽⁸⁾
System Revenue				
Toll Revenue ^{(1) (10)}	\$ 12,818	\$ 120,008	\$ 66,233	\$ 53,775
Fee Revenue ^{(2) (10)}	1,504	10,109	-	10,109
Investment Income ⁽³⁾	-	2,322	1,667	655
Total Revenue	\$ 14,322	\$ 132,439	\$ 67,900	\$ 64,539
System Expenses/Expenditures				
Senior O&M Expenses ⁽⁴⁾	-	-	-	-
Junior O&M Expenses ⁽⁵⁾	\$ 1,894	\$ 23,359	\$ 28,166	4,807
Capital Expenditures ⁽⁶⁾	-	-	237	237
Total Expenses/Expenditures	\$ 1,894	\$ 23,359	\$ 28,403	\$ 5,044

PROCEEDS FROM SALE OF SYSTEM ASSETS

None

SYSTEM TRANSACTIONS

	6/30/2017	%	Year to Date	%
Auto ⁽⁹⁾	11,456,884	95.0%	105,138,650	95.2%
Truck ⁽⁹⁾	601,381	5.0%	5,337,181	4.8%
Total Transactions	12,058,265		110,475,831	

See footnote explanations on the next page.

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SYSTEM REVENUE AND EXPENSES

⁽¹⁾ Toll Revenues

Revenue Recognition:

Revenue for Electronic Toll Collection (ETC) transactions are recognized when they are earned, which is at the time the transaction occurs. Violation revenues are recognized when cash payment is received. For example, a violation transaction may be reported in one month, but revenue for that transaction may not be received until a later month. Revenue does not reflect fiscal year-end adjustments in the Annual Financial Report.

Interoperability of Toll Systems:

- FY 2017 YTD toll revenues are slightly high due to inclusion of revenues in December from the delayed processing of certain FY 2016 Q4 interoperability transactions (non TxTag ETC transactions). This did not affect reporting of transactions.
- In order to meet the requirements of the Moving Ahead for Progress in the 21st Century Act (MAP-21), TxDOT signed the Agreement Regarding Interoperability of Toll Systems and Transponders which supersedes and replaces in its entirety the previous interoperability agreements. Minute Order 114466, adopted by the Commission on January 28, 2016, authorized the executive director to enter into an agreement with other toll entities across the United States, to ensure the interoperability of electronic toll collection programs. The TxDOT executive director signed on March 7, 2017. The start date for Central United States Interoperability is May 13, 2017. Minute Order 114961, adopted by the Commission on June 29, 2017, authorized the executive director to enter into agreement with Florida Turnpike Enterprise (Southeast United States Interoperability Hub), and potentially, other toll entities across the United States.
- As of the date of this report posting, the implementation of the new interoperability agreement that began May 13, 2017 is still ongoing. There have been news articles related to customers with pre-paid accounts that have received violation notices. It is anticipated that there will be delayed posting of transactions and invoicing of violations.

⁽²⁾ Fee Revenues: Reflects Fee Revenue received in the month reported.

⁽³⁾ Investment Income: Reflects Investment Income from certain funds received in the month reported, net of purchased accrued interest.

⁽⁴⁾ O&M Expenses: There currently are no Senior O&M expenses for the System (the "System").

⁽⁵⁾ Expense Recognition:

Reflects expenses paid in the Month reported. Any prior month adjustments are included in current month. Expenses exclude amortization and do not reflect fiscal year-end adjustments in the Annual Financial Report, which may or may not be greater than 10%.

⁽⁶⁾ Capital Expenditures: Reflects Capital Expenditures paid in the month reported. Any prior month adjustments are included in current month.

⁽⁷⁾ Budget Data:

Budgets are based on "Final Capital and Operation & Maintenance Budget" as approved by the Grand Parkway Transportation Corporation ("GPTC") board in August 2016. Budget for Toll Revenues reflects the 2013 GPTC Traffic and Revenue Forecast dated June 26, 2013.

⁽⁸⁾ Budget Variances: Positive variances indicate actual revenues exceed budget and actual expenses are lower than budget.

⁽⁹⁾ Transactions: Auto reflects transactions for 2 axle vehicles only and Truck reflects transactions for 3+ axle vehicles.

⁽¹⁰⁾ Legislative Update:

The 85th Texas Legislature passed SB 312, which was signed into law by the Governor on June 9, 2017. SB 312 continues the existence of the Texas Department of Transportation ("TxDOT") until September 1, 2029 and contains a number of operational matters, including new provisions related to the invoicing by TxDOT of non-tag toll transactions on certain TxDOT operated toll roads which include the Grand Parkway System. The new provisions, among other things, impact the amount of fees that can be assessed by TxDOT. As a result of SB 312, TxDOT currently anticipates requesting the Texas Transportation Commission (the "Commission") to adopt rule changes that will allow TxDOT to comply with the changes to toll collection and billing procedures prescribed in SB 312. TxDOT currently anticipates the new toll collection and billing rules and procedures to be fully implemented in time to apply to tolls incurred on or after March 1, 2018. While it is currently anticipated that SB 312 changes will have some impact on the amount of revenue collected by TxDOT for the Grand Parkway System, the GPTC does not currently anticipate the changes will have any impact on the GPTC's ability to comply with its covenants under the Trust Agreement for the Grand Parkway System, including the covenants as to tolls, or the Commission's ability to comply with its obligations under the Toll Rate Agreement with the GPTC, including the toll rate covenants of the Commission set forth in the Toll Rate Agreement.

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TOLL RATE SCHEDULE

Roadway	Segment Miles ⁽¹⁾	Full Length Toll Rates ⁽²⁾			Toll Rates per Mile ⁽²⁾		
		January 1, 2015	January 1, 2016	January 1, 2017	January 1, 2015	January 1, 2016	January 1, 2017
Segment D/E ⁽³⁾	17.0	\$2.95	\$3.01	\$3.07	\$ 0.188	\$0.192	\$0.196
Segment F1	12.1		\$2.30	\$2.35		\$0.192	\$0.196
Segment F2	12.2		\$2.31	\$2.36		\$0.192	\$0.196
Segment G ⁽⁴⁾	13.5		\$2.82	\$2.88		\$0.205	\$0.209

(1) Segment miles reflects project defined segment lengths that differ from the tolled on/off lengths for toll gantries.

(2) Toll Rates are based on tolled miles.

(3) Segment miles reflect toll-free section

(4) Reflects minimum toll rate allocation at a gantry location

GPTC has adopted the toll policy currently utilized in Harris and Fort Bend Counties that features automatic annual toll increases of the greater of 2% or regional CPI-W. In addition, the initial opening toll rate was pegged to Harris County's current rate. The policy provides for the department to calculate and report the annual toll rate escalation percentage to the GPTC and the commission each year on or before the October Texas Transportation Commission (the "Commission") meeting.

The most recent toll rate escalation, effective on January 1, 2017, was a 2% increase to the current base toll rate and was adopted by the Commission through minute order 114575, dated October 27, 2016.

Annual Toll Rates for all years shown were adjusted in accordance with the toll rate escalation policy.

The rates shown are for ETC transactions for two-axle vehicles. The full length toll rates include mainline plaza rates for each roadway and exclude entrance and exit ramp charges.

Segments F-1, F-2 and G were opened in 2016.

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\$ Thousands

Description of Issue	Bonds Issued Original Par	Principal Paid June 30, 2017	Total Principal Repaid	Outstanding Original Par
First Tier Toll Revenue Bonds, Series 2013A TIFIA Loan Agreement and Second Tier Toll Revenue Promissory Revenue Note	\$ 200,000			\$ 200,000
Subordinate Tier Toll Revenue Bonds, Series 2013B (TELA Supported) Current Interest Bonds	840,645			840,645
Convertible Capital Appreciation Bonds	1,137,935			1,137,935
Subordinate Tier Toll Revenue Bonds, Taxable Series 2013E (TELA Supported)	277,000			277,000
Subordinate Tier Toll Revenue Bond Refunding Series 2016 (TELA Supported)	361,810			361,810
	83,775			83,775
Total	\$ 2,901,165	\$ -	-	\$ 2,901,165

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TRUST ACCOUNT BALANCES & ACTIVITY AT MARKET VALUE

\$ millions

Fund/Account Name	Associated Bond Series	Market Value 05/31/17	Deposits				Disbursements			Net Change in Value	Net Change	Market Value 06/30/17
			Revenue	Invest. Earnings	Financ'g & Contrib's	Transfers In	Vendor Payments	Debt Service	Transfers Out			
Revenue	(2)	\$ 106.0	\$ 18.6	0.1	-	-	\$ -	-	-	\$ -	\$ 18.7	\$ 124.7
Construction		-										-
Tax-Exempt Bond Proceeds	(2)	68.2	-	-	-	-	(2.1)	-	-	0.1	(2.0)	66.2
Taxable Bond Proceeds	(2)	273.9	-	0.3	-	-	(1.3)	-	-	(0.0)	(1.1)	272.8
Capitalized Interest	2013A	-	-	-	-	-	-	-	-	-	-	-
Capitalized Interest	2013B	-	-	-	-	-	-	-	-	-	-	-
Capitalized Interest	2013E	-	-	-	-	-	-	-	-	-	-	-
Capitalized Interest	2014A&B	-	-	-	-	-	-	-	-	-	-	-
Capitalized Interest	2014C	-	-	-	-	-	-	-	-	-	-	-
Contributions	n/a	3.1	-	-	-	-	-	-	-	-	-	3.1
First Tier Debt Service Fund												
Interest Account	2013A	-	-	-	-	-	-	-	-	-	-	-
Redemption Account	2013A	-	-	-	-	-	-	-	-	-	-	-
Reserve Fund	2013A	18.0	-	-	-	-	-	-	-	-	-	18.0
Sub. Tier Debt Service Fund												
Interest Account	2013B-E & 2014A-C	2.1	-	-	-	-	-	-	-	-	-	2.1
Redemption Account	2013B-E & 2014A-C	-	-	-	-	-	-	-	-	-	-	-
Reserve Fund	2013B-E & 2014A-C	-	-	-	-	-	-	-	-	-	-	-
Jr. O&M Fund	(2)	18.0	-	-	-	-	-	-	-	-	-	18.0
O&M Reserve	(2)	8.7	-	-	-	-	-	-	-	-	-	8.7
Rate Stabilization Fund	(2)	100.4	-	-	-	-	-	-	-	-	-	100.4
Major Maintenance Fund	(2)	0.6	-	-	-	-	-	-	-	-	-	0.6
Grand Parkway Enhancement Fund	(2)	11.0	-	-	-	-	-	-	-	-	-	11.0
Total		\$ 609.9	\$ 18.6	0.4	-	-	\$ (3.4)	-	-	\$ 0.1	\$ 15.6	\$ 625.5

Totals may not add due to rounding

(1) Includes cash-basis investment earnings, offset by purchased accrued interest.

(2) Net cash-basis investment income for the month for certain funds included in Revenues of the System

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DETAILED INVESTMENT REPORT

\$ Dollars

Account Name	Security Type	Par	Coupon%	Maturity	Market Value
Revenue Account					
	Cash	\$ 114,028	0.00%	07/01/17	\$ 114,028
	Texpool	\$ 101,758,426	0.88%	07/01/17	\$ 101,758,426
	FHLB	\$ 2,000,000	0.00%	07/28/17	\$ 1,998,620
	T-Bill	\$ 20,000,000	0.00%	08/03/17	\$ 19,985,400
	FHDN	\$ 831,000	0.00%	08/14/17	\$ 830,011
Revenue Account Total		\$ 124,703,454			\$ 124,686,485
Construction Tax-Exempt Fund					
	MM	\$ 7,990	0.77%	07/01/17	\$ 7,990
	Texpool	\$ 66,077,371	0.88%	07/01/17	\$ 66,077,371
Construction Tax-Exempt Fund Total		\$ 66,085,361			\$ 66,085,361
Construction Taxable Fund					
	Texpool	\$ 148,694,221	0.88%	07/01/17	\$ 148,694,221
	T-Note	\$ 38,000,000	0.63%	07/31/17	\$ 37,992,400
	T-Bill	\$ 10,200,000	0.00%	08/17/17	\$ 10,188,474
	FHLMC	\$ 6,000,000	1.00%	09/29/17	\$ 5,998,620
	T-Note	\$ 9,974,000	0.75%	10/31/17	\$ 9,962,630
	T-Note	\$ 10,000,000	0.88%	11/15/17	\$ 9,991,000
	T-Note	\$ 50,000,000	1.00%	12/15/17	\$ 49,966,500
Construction Taxable Fund Total		\$ 272,868,221			\$ 272,793,844

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Account Name	Security Type	Par	Coupon%	Maturity	Market Value
Local Government Harris CO MUD 287 Tax Exempt Construction Sub Account					
	MM	\$ 9	0.77%	07/01/17	\$ 9
	Texpool	\$ 3,099,813	0.88%	07/01/17	\$ 3,099,813
Local Government Harris CO MUD 287 Tax Exempt Construction Sub Account Total		\$ 3,099,822			\$ 3,099,822
First Tier Interest Fund					
	MM	\$ 4	0.77%	07/01/17	\$ 4
	Texpool	\$ 17,001	0.88%	07/01/17	\$ 17,001
First Tier Interest Fund Total		\$ 17,005			\$ 17,005
First Tier Debt Service Reserve Fund					
	MM	\$ 507	0.74%	07/01/17	\$ 507
	Texpool	\$ 18,037,768	0.88%	07/01/17	\$ 18,037,768
First Tier Debt Service Reserve Fund Total		\$ 18,038,276			\$ 18,038,276
Subordinate Tier Interest Fund					
	MM	\$ 3,123	0.81%	07/01/17	\$ 3,123
	Texpool	\$ 2,065,375	0.88%	07/01/17	\$ 2,065,375
Subordinate Tier Interest Fund Total		\$ 2,068,498			\$ 2,068,498
Subordinate Tier Redemption Fund					
	MM	\$ 5	0.81%	07/01/17	\$ 5
	Texpool	\$ 14,001	0.88%	07/01/17	\$ 14,001
Subordinate Tier Redemption Fund Total		\$ 14,006			\$ 14,006
Junior O & M Fund					
	MM	\$ 250	0.77%	07/01/17	\$ 250
	Texpool	\$ 17,954,265	0.88%	07/01/17	\$ 17,954,265
Junior O & M Fund Total		\$ 17,954,514			\$ 17,954,514

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\$ Dollars

Account Name	Security Type	Par	Coupon%	Maturity	Market Value
O & M Reserve Fund					
	Texpool	\$ 8,676,617	0.88%	07/01/17	\$ 8,676,617
O & M Reserve Fund Total		\$ 8,676,617			\$ 8,676,617
Rate Stabilization Fund					
	Texpool	\$ 33,517,501	0.88%	07/01/17	\$ 33,517,501
	T-Note	\$ 25,000,000	0.50%	07/31/17	\$ 24,992,750
	T-Note	\$ 12,000,000	0.88%	08/15/17	\$ 11,998,800
	T-Bill	\$ 15,000,000	0.00%	11/09/17	\$ 14,943,600
	T-Note	\$ 15,000,000	0.88%	11/15/17	\$ 14,986,500
Rate Stabilization Fund Total		\$ 100,517,501			\$ 100,439,151
Major Maintenance Fund					
	Texpool	\$ 583,549	0.88%	07/01/17	\$ 583,549
Major Maintenance Fund Total		\$ 583,549			\$ 583,549
Grand Parkway Enhancement Fund					
	Texpool	\$ 11,002,697	0.88%	07/01/17	\$ 11,002,697
Grand Parkway Enhancement Fund Total		\$ 11,002,697			\$ 11,002,697
Grand Total		\$ 625,629,520			\$ 625,459,825

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