

State Highway 99 Grand Parkway System

Quarterly Traffic and Operating Report

For the Fiscal Quarter ended May 31, 2022



Relating to Each Outstanding Issue with CUSIP Prefix 38611T and CUSIP 38612PAA2
Filed by GPTC on July 29, 2022



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1.0 Disclaimer

Information in this report regarding the Grand Parkway System has been compiled and provided to the Grand Parkway Transportation Corporation (GPTC) by the Texas Department of Transportation (TxDOT) from TxDOT's records and other sources, which are believed by TxDOT to be reliable. GPTC and TxDOT do not make any representation or warranty concerning the usefulness of such information to a decision to invest in, hold, or sell bonds, notes, or other obligations payable, in whole or in part, from the sources pledged to the payment of GPTC's outstanding debt obligations.

The offering documents, traffic and revenue forecasts, and other documents referenced in this report should not be considered to speak as of any date other than the respective dated date thereof or such other dates indicated in each such document and are not incorporated into or made a part of this report.

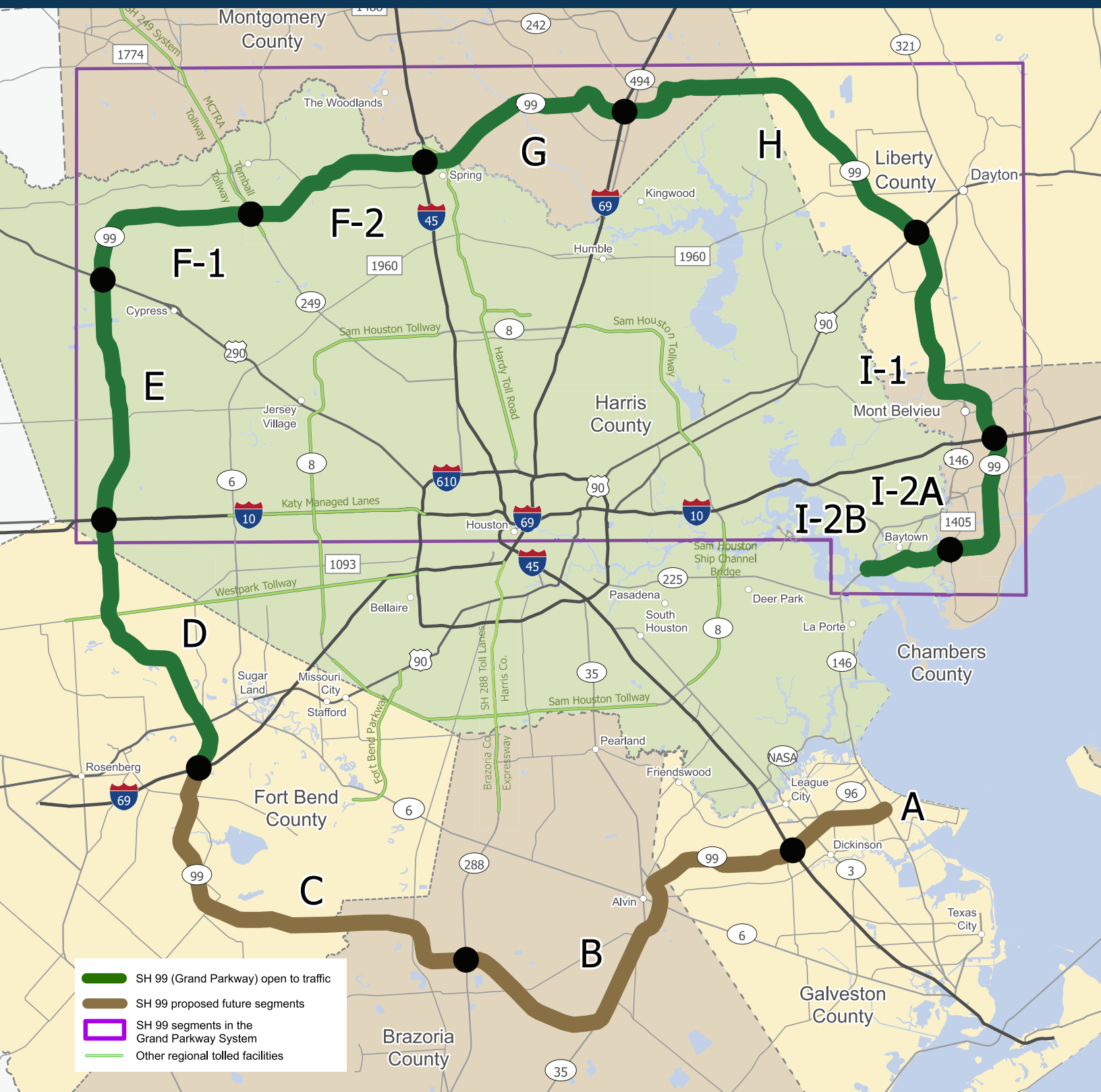
References to website addresses presented in this report are for informational purposes only and may be in the form of a hyperlink solely for the reader's convenience. Unless specified otherwise, such websites and the information or links contained therein are not incorporated into or made a part of this report. Many of the website links referenced in this report are also available at the end of this report in the section entitled "Relevant Links" herein.

On March 13, 2020, the President of the United States declared the COVID-19 pandemic a national emergency, and the Texas Governor declared COVID-19 an imminent threat of disaster for all counties in Texas. The situation continues to evolve; for additional information on these events in Texas, reference is made to the website of the governor at <https://gov.texas.gov/> and the quarterly Bond Appendix and any supplements thereto as prepared by the Texas Comptroller of Public Accounts, which are on file with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access (EMMA) system. The Texas Transportation Commission (Commission) and TxDOT continue to monitor the spread of COVID-19 and are working with local, state, and national agencies to address the potential impact of COVID-19.

The information contained in this report is provided as of the respective dates and for the periods specified herein, and the filing of this report does not, under any circumstances, imply that there has been no change in the affairs of the Grand Parkway System, GPTC, or TxDOT since the specified date or dates as of which such information is provided. The full impact of the COVID-19 pandemic and the scope of any adverse impact on the Grand Parkway System, Revenues of the System, GPTC, and TxDOT cannot be fully determined at this time. The pandemic has adversely affected travel, commerce, and financial markets globally and may continue to adversely affect economic output worldwide and in Texas, including within the counties traversed by the Grand Parkway System. Accordingly, the historical information set forth in this report may not be indicative of future results or performance due to these and other factors.

Capitalized terms used in this report and not otherwise defined have the meaning given to such terms in the 2020 Official Statement (as defined on page 6).

2.0 State Highway 99 (Grand Parkway Project) / System Map



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Miles

Texas Department of Transportation
Transportation Planning and Programming Division
Data Analysis, Mapping and Reporting Branch
May 16, 2022

Copyright 2022
Texas Department of Transportation
Notice
This map was produced for internal use
within the Texas Department of Transportation.
Accuracy is limited to the validity of available
data as of December 31, 2021.



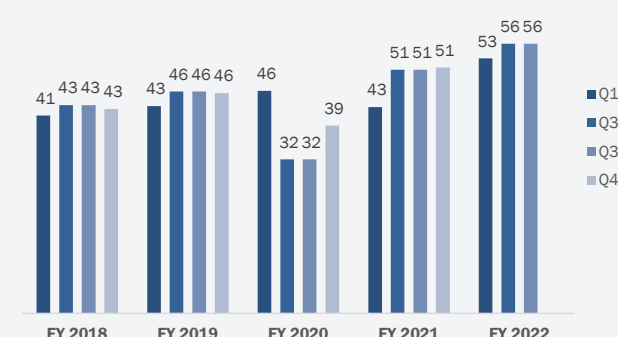
Operational segments of the Grand Parkway System include Segments D (Harris County) through I-2B.

3.0 Executive Summary

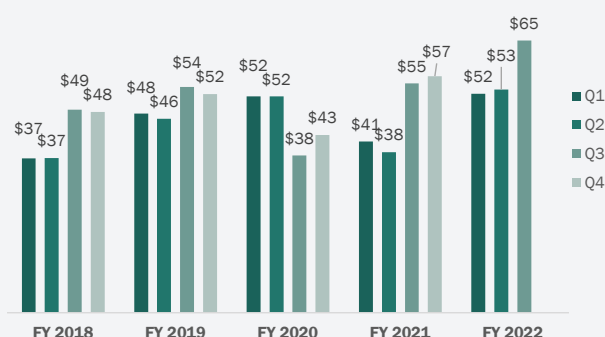
System Revenue, Expenses and Transactions for Q3 FY 2022 (In Thousands)

	Actuals	Budget	Variance	Q3 Variance %	Fiscal YTD Variance %
Toll Revenue	\$65,190	\$51,693	\$13,497	26% Above Budget	19% Above Budget
Junior Operating Expenses	\$13,053	\$14,903	\$1,850	12% Under Budget	1% Above Budget
Transactions	56,242	See footnotes 1 and 5 in Section 4.0			

Actual Quarterly Transactions (In Millions) Last Four Fiscal Years Plus Current Q3



Actual Quarterly Toll Revenue (In Millions) Last Four Fiscal Years Plus Current Q3



Outstanding Obligations

As of Q3 FY 2022, GPTC debt obligations, not including accreted interest, total \$4.528 billion.

Debt Service Coverage Ratios (DSCR)

FY 2021	System DSCR
1st Tier Debt Service	4.4x
Total Debt Service	1.58x

Toll Rates

Toll Rates are approximately 23 cents per mile.

Summary of Account Balances & Activity

As of the third quarter of Fiscal Year 2022, all accounts equaled or exceeded their required balances as set by the Master Trust Agreement. Prior to the last day of Fiscal Year 2021, the debt service, operations and maintenance, and major maintenance accounts **were all pre-funded** at 100 percent of their Fiscal Year 2022 budgeted amounts.

Investments

Total investments in accounts maintained under GPTC trust agreements are currently approximately \$1.0 billion. All investments are compliant with the Public Funds Investment Act, Chapter 2256, Texas Government Code (PFIA), and the Transportation Infrastructure Finance and Innovation Act (TIFIA) Loan. TIFIA authorized investments are more restrictive than the PFIA.

Traffic & Revenue Forecast vs. Actuals

The transition to the new TxDOT Back Office System has required interruptions to and delays in customer service activities and processing of toll transactions. For additional information see footnote one of Section 4.0 in this report. From February 1, 2014 through May 31, 2022, transactions exceed original 2013 T&R Forecast (as defined on page 6) by a cumulative total of 50.8%, and toll revenues exceed such forecast by a cumulative total of 48.0%. For the 2018 T&R Forecast (as defined on page 6), from September 1, 2017 through May 31, 2022, transactions exceed such forecast by 10.0%, and toll revenues exceed such forecast by 3.7% (includes period that tolls were suspended due to Hurricane Harvey). For the 2020 T&R Forecast (as defined on page 7), from September 1, 2020 through May 31, 2022, transactions exceed such forecast by 30.8%, and toll revenues exceed such forecast by 18.2%.

4.0 System Revenues, Expenses, and Transactions (In Thousands)

	Monthly			Quarter Ended 05/31/22				Fiscal Year-to-Date 05/31/22				FY 2022 Annual Budget
	Mar-22	Apr-22	May-22	Actuals	Budget ⁵	\$ Variance ⁵	% Var ⁵	Actuals	YTD Budget ⁵	\$ Variance ⁵	% Var ⁵	
System Revenue												
Toll Revenue ¹	\$ 19,685	\$ 19,842	\$ 25,664	\$ 65,190	\$ 51,693	\$ 13,497	26%	\$ 171,111	\$ 143,215	\$ 27,896	19%	\$ 199,067
Investment Income/Misc. ²	263	175	157	596	479	117	24%	2,088	\$ 390	1,698	435%	2,183
Total Revenue	\$ 19,948	\$ 20,017	\$ 25,821	\$ 65,786	\$ 52,172	\$ 13,614	26%	\$ 173,199	\$ 143,605	\$ 29,594	21%	\$ 201,250
System Expenditures												
Senior Operating Expenses ^{1,3}					\$ 1,368	\$ 1,368	100%		\$ 1,368	\$ 1,368	100%	\$ 3,566
Junior Operating Expenses ^{1,3}	\$ 2,862	\$ 4,544	\$ 5,647	\$ 13,053	\$ 14,903	\$ 1,850	12%	\$ 41,904	\$ 41,490	\$ (414)	-1%	56,267
Major Maintenance / Capital Expenditures ¹	916	647	620	2,182	2,805	623	22%	\$ 7,082	\$ 9,155	2,073	23%	11,185
Total Expenditures	\$ 3,778	\$ 5,191	\$ 6,267	\$ 15,235	\$ 19,076	\$ 3,841	20%	\$ 48,986	\$ 52,013	\$ 3,027	6%	\$ 71,018
System Transactions												
Auto ^{1,4}	17,131	17,261	18,222	52,615				148,940				
Truck ^{1,4}	1,180	1,191	1,256	3,627				10,104				
Total Transactions	18,312	18,452	19,478	56,242				159,045				
Proceeds from Sale of System Assets												
None												

Note: Totals may not sum due to rounding

¹ System Revenue, Expenses and Transactions

Toll and Fee Revenue Recognition: Revenues for electronic toll collection (ETC) transactions are generally recognized when they are earned, which is at the time the transaction is reconciled through a back office system for a valid ETC transaction (requiring a properly installed transponder and a sufficiently funded account). ETC transactions are generally reconciled in the same month they occur, however, recognition of toll revenues for ETC transactions occurring in a given month may be deferred to a future month due to back office system processing delays and other factors. Non-ETC toll revenues are recognized and reported when cash payment is received. For example, a non-ETC transaction may be reported in one month, but revenue for that transaction may not be received until a later month. Additionally, revenue does not reflect fiscal year-end adjustments in the Annual Financial Report, which may or may not be greater than 10%. During Fiscal Year 2019, TxDOT began retaining all fee revenues to offset the cost of toll collections. Currently, GPTC does not receive any fee revenues.

On November 17, 2020, TxDOT began transition activities from Conduent's Vector Back Office System to the new TxDOT Back Office System. This transition has required interruptions to customer service activities including delayed reconciliation of ETC transactions through the new TxDOT Back Office System, statement processing, billing of non-ETC transactions, and escalations of past due transactions. All delays in the reconciliation of ETC transactions attributable to the transition have been substantially resolved.

As reported in prior quarters, the Toll Revenue amount reported for August 2021 included an accrual of approximately \$4.3 million for a portion of the PBM toll transactions that occurred on the System during Fiscal Year 2021. Cash payments equal to such

accrual were received by the Custodian and were subsequently remitted to the Trustee in April 2022.

During the first two quarters of Fiscal Year 2022, the custodian pursuant to the Master Lockbox and Custodial Account Agreement (the "Custodian") received cash payments relating to a portion of the non-ETC toll transactions that have occurred on the System; however, such payments were not remitted to GPTC's trustee under the Master Trust Agreement (the "Trustee") during such period, and, accordingly, no revenues relating to non-ETC transactions were recognized for the first two quarters of Fiscal Year 2022. During the month of May 2022, the Custodian remitted approximately \$4.75 million to the Trustee relating to payments received by the Custodian during the first two quarters of Fiscal Year 2022 for non-ETC toll transactions that have occurred on the System. Such payments are included in the toll revenues reported for May 2022 in the table above. In addition, the Custodian remitted approximately \$2.1 million to the Trustee in July 2022 relating to payments received by the Custodian during the third quarter of Fiscal Year 2022 for non-ETC toll transactions that have occurred on the System, which amount will be recognized and reported as toll revenues in the fourth quarter of Fiscal Year 2022.

A portion of the revenues relating to the non-ETC toll transactions that occurred on the System during Fiscal Year 2022 may not be recognized due to certain limitations relating to the transition to the new TxDOT Back Office System.

Total transactions reported in the table above include all toll transactions (ETC and non-ETC) that occurred on the System during the reporting period, regardless of whether the revenues relating to such transactions were recognized during such period.

Citing continued challenges with an upgraded Back Office System delivered by the back office services provider (IBM), TxDOT terminated its remaining contract with IBM in August 2021, effective November 29, 2021. TxDOT has obtained new interim technology providers to assist with stabilizing and improving TxDOT's Back Office System to manage customer data and toll transactions. TxDOT is in the process of evaluating alternative service provider options that would assume responsibilities from the interim team.

Operations & Maintenance Expense Recognition: Expenses are generally reported in the month paid and also include costs being assessed by TxDOT for its new Back Office System. 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%.

Revenue, Expense and Transaction Trends: Transaction, revenue, and expense trends may not exactly correlate on a monthly basis due to the following factors: (i) toll transactions (when a vehicle passes through a tolling point) are reported in the period in which they occur; (ii) toll revenues for valid ETC transactions are generally recognized at the time the transaction is reconciled through a back office system for a valid ETC transaction (requiring a properly installed transponder and sufficiently funded account); however, recognition of toll revenues for ETC transactions occurring in a given month may be deferred to a future month due to processing delays and other factors; (iii) toll revenues for non-ETC transactions are recognized and reported when cash payment is received, and payments may be received later than the month in which the transaction occurred due to the time necessary for billing and processing such transactions (see "Toll and Fee Revenue Recognition"); (iv) expenses may include costs related to transactions occurring in prior months; and (v) the issues impacting the reporting of revenues and expenses from prior months are different and thus are not correlated. In addition to the foregoing, the method by which quarterly budget amounts are calculated are independent from and are not adjusted to account for these factors.

2 Investment and Miscellaneous Income

Investment Income reflects the receipts net of purchased accrued interest.

3 Senior Operating Expenses

The operation and maintenance expenses of the H and I Project and the System facilities that comprise Segment I-2A have been designated as Senior Operating Expenses pursuant to the Trust Agreement. Such expenses became the responsibility of GPTC upon the substantial completion of the H and I Project (effective May 16, 2022); however, there were no Senior Operating Expenses reported for the current quarter because expenses are generally reported in the month paid. See Section 11.0 of this report.

4 Transactions Reported

Auto Transactions reflect two-axle vehicles only, and Truck Transactions reflect three or more axle vehicles. Total transactions reported include all transactions (ETC and non-ETC) that occurred on the System for the reporting period, regardless of whether tolling was suspended during any portion of the reporting period (such as for significant weather events or traffic incidents).

5 Fiscal Year 2022 Annual Budget

Budgeted amounts shown are derived from the Fiscal Year 2022 Annual Budget approved by the GPTC board in August 2021, specifically:

- (i) Budget for Toll Revenue is based on the 2020 T&R Forecast (as defined on page 7). Quarterly and year to date (YTD) budget amounts are derived from monthly revenue forecasts provided by the traffic and revenue consultant in connection with the 2020 T&R Forecast. GPTC Revenue forecasts do not include amounts for fee revenue;
- (ii) Budget for Senior and Junior Operating Expenses is based on GPTC estimated transactions, which are based on prior year trends and anticipated changes, when available, not the transactions in the 2020 T&R Forecast or the projected expenses in the 2018 Engineer's Report that is incorporated by reference into the 2020 Official Statement (as defined on page 6). Quarterly and YTD budget of Junior Operating Expenses shown in the chart above are derived by applying the same ratios used for deriving quarterly and YTD budgeted Toll Revenue to the budgeted Annual Junior Operating Expenses; and
- (iii) Positive variances indicate actual revenues exceed budget and actual expenses are lower than budget. Negative variances indicate actual revenues are lower than budget and actual expenses exceed budget.

5.0 Comparison of Actual Results to Long Term Forecasts

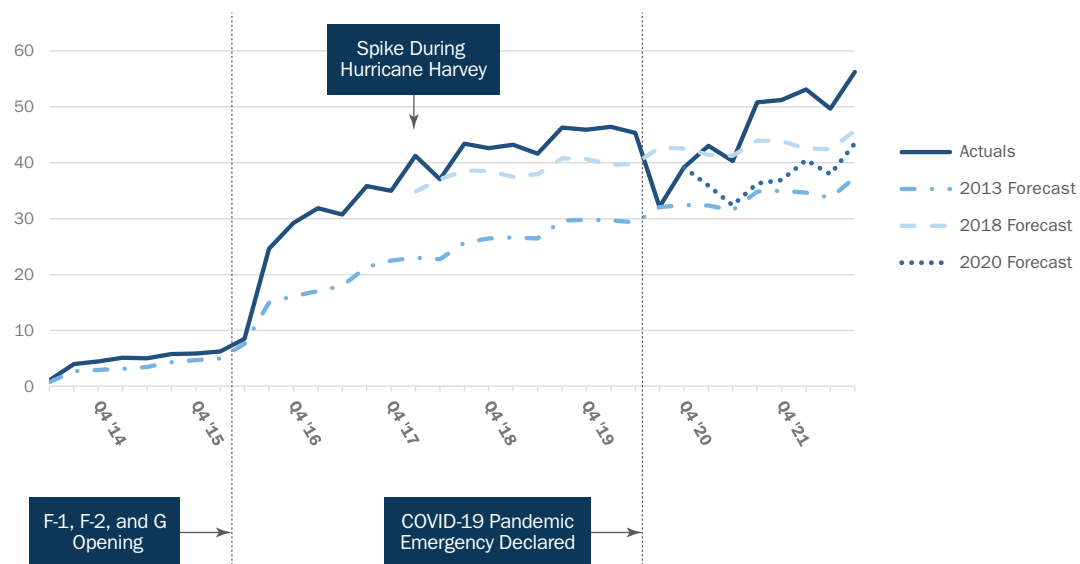
From February 1, 2014 through May 31, 2022 transactions exceeded the original 2013 T&R Forecast (as defined on page 6) by a cumulative total of **50.8 percent**, and toll revenues exceeded such forecast by a cumulative total of **48.0 percent**.

From September 1, 2017 through May 31, 2022, transactions exceeded the 2018 T&R Forecast (as defined on page 6) by **10 percent**, and toll revenues exceeded such forecast by **3.7**

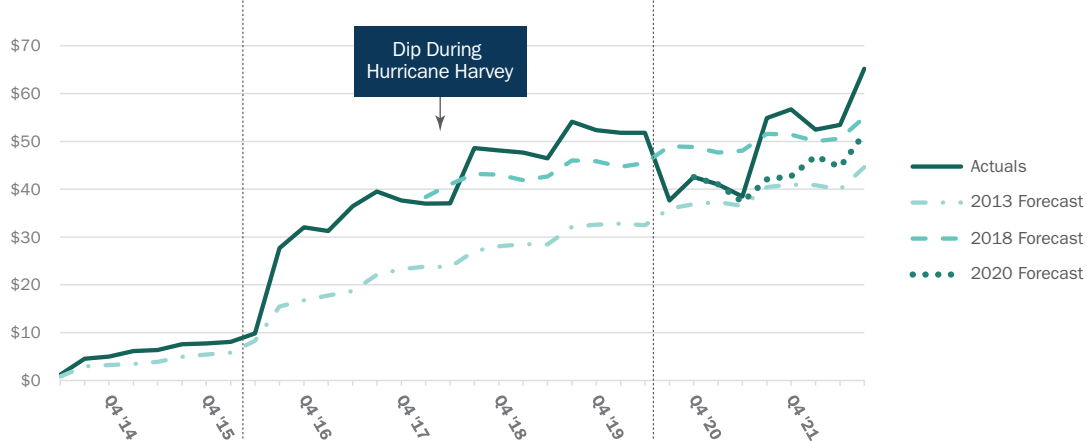
percent (includes period that tolls were suspended due to Hurricane Harvey).

From September 1, 2020 through May 31, 2022, transactions exceeded the 2020 T&R Forecast (as defined on page 7) by **30.8 percent**, and toll revenues exceeded such forecast by **18.2 percent**.

**Historical Quarterly Transactions (In Millions)
(Actuals and Forecast)**



**Historical Quarterly Toll Revenue (In Millions)
(Actuals and Forecast)**



Transactions and Toll Revenue Data Table (In Thousands)

Date (Year.Quarter)	Transactions				Toll Revenue			
	Actuals	2013 Forecast	2018 Forecast ¹	2020 Forecast ²	Actuals	2013 Forecast	2018 Forecast ¹	2020 Forecast ²
Q1'14								
Q2'14	1,062	732			\$1,187	\$811		
Q3'14	3,978	2,677			\$4,561	\$2,967		
Q4'14	4,456	2,933			\$5,008	\$3,246		
Q1'15	5,096	3,103			\$6,139	\$3,461		
Q2'15	5,008	3,472			\$6,354	\$3,907		
Q3'15	5,754	4,300			\$7,596	\$4,917		
Q4'15	5,845	4,681			\$7,760	\$5,424		
Q1'16	6,230	4,938			\$8,059	\$5,804		
Q2'16	8,501	7,593			\$9,817	\$8,303		
Q3'16	24,609	14,942			\$27,681	\$15,436		
Q4'16	29,212	16,146			\$32,006	\$16,759		
Q1'17	31,858	17,028			\$31,251	\$17,765		
Q2'17	30,729	17,953			\$36,430	\$18,696		
Q3'17	35,831	21,333			\$39,509	\$22,115		
Q4'17	34,962	22,493			\$37,663	\$23,282		
Q1'18	41,231	23,004	34,826		\$36,966	\$23,799	\$38,375	
Q2'18	37,070	22,719	37,070		\$37,041	\$23,693	\$40,996	
Q3'18	43,426	25,710	38,625		\$48,598	\$27,093	\$43,185	
Q4'18	42,592	26,434	38,515		\$48,111	\$28,073	\$43,061	
Q1'19	43,206	26,621	37,491		\$47,679	\$28,493	\$41,902	
Q2'19	41,601	26,441	37,932		\$46,476	\$28,433	\$42,665	
Q3'19	46,279	29,652	40,772		\$54,089	\$32,133	\$45,994	
Q4'19	45,903	29,789	40,663		\$52,355	\$32,589	\$45,866	
Q1'20	46,428	29,696	39,592		\$51,825	\$32,784	\$44,712	
Q2'20	45,332	29,299	39,838		\$51,794	\$32,462	\$45,462	
Q3'20	32,112	32,068	42,695		\$37,655	\$35,931	\$48,975	
Q4'20	39,184	32,420	42,575		\$42,562	\$36,877	\$48,833	
Q1'21	43,037	32,320	41,446	35,891	\$41,032	\$37,337	\$47,643	\$41,019
Q2'21	40,314	31,484	41,256	32,384	\$38,472	\$36,496	\$48,064	\$37,336
Q3'21	50,798	34,821	43,960	36,298	\$54,892	\$40,467	\$51,568	\$42,047
Q4'21	51,241	34,981	43,828	36,892	\$56,672	\$40,967	\$51,412	\$42,727
Q1'22	53,138	34,626	42,565	40,486	\$52,446	\$40,857	\$50,047	\$46,885
Q2'22	49,665	33,679	42,416	37,936	\$53,475	\$39,964	\$50,581	\$44,637
Q3'22	56,242	37,351	45,732	43,477	\$65,190	\$44,603	\$55,031	\$51,693
Cumulative Totals	1,081,929	717,439	771,797	263,364	\$1,178,351	\$795,944	\$884,372	\$306,344
% that Cumulative Actuals Exceed								
Cumulative Forecast		50.8%	10.0%	30.8%		48.0%	3.7%	18.2%

¹ Comparison of actuals to cumulative total 2018 T&R Forecast is based upon cumulative actuals since September 1, 2017.

² Comparison of actuals to cumulative total 2020 T&R Forecast is based upon cumulative actuals since September 1, 2020.

Notes

Toll Revenue Actuals and T&R Forecasts do not include investment or fee income.

See footnote one to Section 4.0 for a description of factors that impacted revenues reported for this fiscal year.

2013 T&R Forecast Source: The 2013 T&R Forecast data in the foregoing tables was obtained from CDM Smith Inc. ("CDMS") in connection with the issuance of its "June 2013 Grand Parkway Segments D through G Comprehensive Traffic and Revenue Study" (the "2013 T&R Forecast"), a copy of which is attached as Appendix G to the Official Statement dated July 17, 2013, relating to Grand Parkway System Toll

Revenue Bonds issued by GPTC in 2013, which Official Statement is accessible on the Electronic Municipal Market Access (EMMA) system maintained by the Municipal Securities Rulemaking Board (MSRB) and can be found [here](#).

2018 T&R Forecast Source: The 2018 T&R Forecast data in the foregoing tables was obtained from CDMS in connection with the issuance of its "Grand Parkway System Segments D through I Traffic and Revenue Bringdown Letter" dated March 19, 2018 (the "2018 T&R Forecast"), a copy of which is attached as Appendix G to the Official Statement dated February 11, 2020 (the "2020 Official Statement") relating to the Series 2020A, Series 2020B and Series 2020C Refunding Bonds described therein (collectively, the "2020 Refunding Bonds"). On January 24, 2020, CDMS delivered a reliance letter in connection with the issuance of the 2020 Refunding Bonds and concluded, as of the date of such letter, that the traffic and revenue projections and the conclusions summarized in the 2018 T&R Forecast still remain valid. CDMS also issued its "Grand Parkway Transportation Corporation's Grand Parkway System (SH 99) Segments D through I Comprehensive Traffic & Revenue Study" dated September

2017 (the “2017 Study”), a copy of which is attached as Appendix F to the 2020 Official Statement. The traffic and revenue estimates for the Grand Parkway System in the 2018 T&R Forecast supersede such estimates in the 2017 Study. The 2020 Official Statement is accessible on the MSRB’s EMMA system and can be found [here](#).

2020 T&R Forecast Source: The 2020 T&R Forecast data in the foregoing tables was obtained from CDMS in connection with the issuance of its “Grand Parkway Transportation Corporation’s Grand Parkway System (SH 99) Segments D through I Comprehensive Traffic and Toll Revenue Study” dated July 30, 2020 (the “2020 T&R Forecast”), a copy of

which is accessible on the MSRB’s EMMA system and can be found [here](#). The 2020 T&R Forecast was prepared by CDMS to provide updated projections of system traffic and toll revenues solely for the planning purposes of TxDOT and GPTC, and was not prepared or used in connection with the offering of any new or outstanding issue of securities. The 2020 T&R Forecast incorporates updates for, among other things, observed traffic trends along the open segments of the system and certain traffic and toll revenue assumptions, including the COVID-19 pandemic, the full effects of which are still unknown. **The 2020 T&R Forecast supersedes the 2013 T&R Forecast and the 2018 T&R Forecast.**

6.0 Toll Rate Schedule

Roadway	Tolled Miles Segment Length ¹	Full Length Toll Rates ¹		Per Mile Toll Rates ¹	
		CY2021	CY2022	CY 2021	CY 2022
Segment D/E ²	15.67	\$3.34	\$3.55	\$0.21	\$0.23
Segment F1	12.01	\$2.57	\$2.72	\$0.21	\$0.23
Segment F2	12.04	\$2.57	\$2.73	\$0.21	\$0.23
Segment G ³	13.75	\$3.14	\$3.33	\$0.23	\$0.24
Segment H ⁴	22.88		\$5.19		\$0.23
Segment I1 ⁴	14.67		\$3.32		\$0.23
Segment I2A ⁴	9.08		\$2.06		\$0.23
Segment I2B ⁴	5.35		\$1.22		\$0.23
Total / Average	105.45	\$11.62	\$24.12	\$0.22	\$0.23

¹ Toll Rates are based on tolled segment lengths and reflect the following:

The chart reflects the through trip rates and rates per mile, not individual gantry entrance and exit routes. Accordingly, the toll rates for tolled segment lengths include mainline plaza rates for each segment and exclude entrance and exit ramp charges.

The rates shown are for ETC transactions for two-axle vehicles.

GPTC has adopted the toll policy currently utilized in Harris and Fort Bend Counties that feature automatic annual toll increases of the greater of two percent or the net change in the regional Consumer Price Index for Urban Wage Earners and Clerical Workers (CPI-W). In addition, the initial opening toll rate was pegged to Harris County's current rate. The policy provides for TxDOT to calculate and report the annual toll rate escalation percentage for the Grand Parkway System to the Commission each year on or before the October Commission meeting.

Annual toll rates for all calendar years (CY) shown were adjusted in accordance with the toll rate escalation policy, which reflects a two percent increase effective January 1, 2021 and a six percent increase effective January 1, 2022.

² Segment length excludes a 1.3 mile toll-free section of Segment D.

³ Reflects minimum toll rate allocation at a gantry location.

⁴ Grand Parkway System Segments H, I-1, I-2A and I-2B fully opened to tolling on May 21, 2022.

7.0 Outstanding Obligations (In Thousands)

Description of Issue	Outstanding Principal as of 02/28/22	Total Principal Paid Current Period	Outstanding Principal as of 05/31/22
First Tier Toll Revenue Bonds, Series 2013A	\$ 47,730	\$	\$ 47,730
First Tier Taxable Refunding Toll Revenue Bonds, Series 2020A	220,415		220,415
First Tier Refunding Toll Revenue Bonds, Series 2020C	793,385		793,385
Subordinate Tier Toll Revenue Bonds (TELA Supported)			
Convertible Capital Appreciation Bonds, Series 2013B ¹	277,000		277,000
Taxable Bonds, Series 2013E	361,810		361,810
Refunding Series 2016	83,775		83,775
Series 2018A	712,100		712,100
Put Bonds, Series 2018B	166,525		166,525
Taxable Refunding Bonds, Series 2020B	1,260,340		1,260,340
Bond Anticipation Notes			
Series 2018 ²	605,330		605,330
Total	\$ 4,528,410	\$ -	\$ 4,528,410

¹ Does not include accreted interest.

² GPTC issued its Bond Anticipation Notes, Series 2018 (2018 BANs) in May 2018. The 2018 BANs were not issued pursuant to the Master Trust Agreement securing the other outstanding obligations of GPTC listed in the foregoing table

and are not secured by the Trust Estate established therein. Additional information regarding the 2018 BANs can be obtained by viewing the Offering Memorandum dated May 16, 2018, relating to the 2018 BANs (the "2018 Offering Memorandum"), which is accessible on the MSRB's EMMA system and can be found [here](#).

8.0 System Historical Debt Service Coverage (In Thousands)

	FY 2017	FY 2018	FY 2019	FY 2020	FY 2021
Revenues of the System¹					
Toll Revenue	\$ 145,325	\$ 171,631	\$ 201,208	\$ 183,749	\$ 189,466
Fee Revenue ²	12,905	3,592	5	-	-
Interest / Investment Income	3,372	11,265	27,609	17,507	5,413
Total Revenue	\$ 161,602	\$ 186,488	\$ 228,822	\$ 201,256	\$ 194,879
Senior Operating Expenses³	\$ -	\$ -	\$ -	\$ -	\$ -
Senior Net Revenue Available for Debt Service	\$ 161,602	\$ 186,488	\$ 228,822	\$ 201,256	\$ 194,879
Debt Service⁴					
Net First Tier Debt Service	\$ 5,371	\$ 10,821	\$ 10,821	\$ 10,030	\$ 44,308
First Tier Debt Service Coverage Ratio	30.09x	17.23x	21.15x	20.07x	4.4x
Net Subordinate Tier Debt Service ⁵	35,174	78,934	78,934	73,424	78,932
Total Debt Service	\$ 40,544	\$ 89,755	\$ 89,755	\$ 83,454	\$ 123,240
Total Debt Service Coverage Ratio	3.99x	2.08x	2.55x	2.41x	1.58x
Junior Operating Expenses^{1,5}	\$ 29,879	\$ 36,496	\$ 43,709	\$ 46,778	\$ 50,748

Note: Totals may not sum due to rounding

¹ Amounts for fiscal years 2017 through 2021 were obtained from the GPTC audited financial statements for such periods. Revenue and expense amounts shown in the table above are provided on an accrual basis. In addition, interest and investment income shown in the table above includes only the amount that constitutes pledged revenues (or Revenues of the System).

² Currently, no fee revenues are received by GPTC; any fee revenue collected is retained by TxDOT to offset operational costs.

³ There were no Senior Operating Expenses for any of the fiscal years shown.

⁴ All Debt Service is net of capitalized interest. Capitalized Interest on the 2013 and 2014 obligations ended in Fiscal Year 2017, resulting in a reduction in debt service coverage ratios in Fiscal Year 2018. See Section 7.0 of this report for a listing of GPTC outstanding obligations. The foregoing table excludes debt service on the 2018 BANs.

⁵ Subordinate Tier Debt and Junior Operating Expenses are also supported by a Toll Equity Loan Agreement. Additional information regarding the Toll Equity Loan Agreement can be obtained by viewing the 2020 Official Statement.

9.0 Summary of Account Balances & Activity (In Millions)

Description	Market Value 02/28/22	Revenue	Investments & Misc.	Transfers In / (Out)	Vendor Pmts	Debt Service	Net Change in Value	Total Period Change	Market Value 05/31/22
Trust Accounts									
Revenue	\$ 106.5	\$ 67.3	\$ 0.0	\$ -	\$ -	\$ -	\$ -	\$ 67.3	\$ 173.8
Construction									
Taxable Bond Proceeds (D-G)	133.9		0.0		(0.7)			(0.7)	133.2
Tax-Exempt Bond Proceeds (H&I)	26.2				(26.2)			(26.2)	0.0
Taxable Bond Proceeds (H&I)	13.0							0.0	13.0
Subtier Capitalized Bond Interest*	29.7					(22.0)		(22.0)	7.7
First Tier Debt Service Fund									
Interest Account*	20.4					(20.3)		(20.3)	0.0
Reserve Fund*	18.0							0.0	18.0
Sub. Tier Debt Service Fund									-
Interest Account*	30.2					(30.2)		(30.1)	0.0
Redemption Account (Principal)*									0.0
Sr. O&M Fund	3.6							0.0	3.6
Jr. O&M Fund	41.8				(11.2)			(11.2)	30.6
O&M Reserve	15.0							0.0	15.0
Rate Stabilization Fund	146.2		0.3				(4.1)	(3.8)	142.4
Major Maintenance Fund	6.1				(2.1)			(2.1)	4.0
Grand Parkway Enhancement Fund	157.1		0.1				(2.8)	(2.7)	154.3
	\$ 747.4	\$ 67.3	\$ 0.5	\$ -	\$ (40.2)	\$ (72.5)	\$ (7.0)	\$ (51.8)	\$ 695.6
BANs Proceeds Held Outside the Trust									
Construction									
Tax-Exempt BANs Proceeds (H&I)	324.6		0.1		(12.1)			(12.1)	312.5
Capitalized BANs Interest*	46.7					(15.1)		(15.1)	31.5
BANs Interest Account									
	\$ 371.3	\$ -	\$ 0.1	\$ -	\$ (12.1)	\$ -	\$ -	\$ (27.2)	\$ 344.1
Grand Total	\$ 1,118.7	\$ 67.3	\$ 0.6	\$ -	\$ (52.3)	\$ (72.5)	\$ (7.0)	\$ (79.0)	\$ 1,039.7

Note: Totals may not sum due to rounding

Notes

Account Balances and Activity show actual balances at market value and actual posted activity. Revenue earned but not yet received (except for interest income on TexPool investments) and expenses incurred but not yet paid are not reported in the above table. Toll revenues and interoperability fees for transactions occurring in a particular month are generally invoiced and paid among the partnering agencies under the Central US Interoperability Agreement by the end of the following month; however, the timing of invoicing and payment among the partnering agencies may extend beyond thirty days from the end of the month in which the related transactions occurred.

Deposits:

- The 2018 BAN proceeds are held outside of the Master Trust Agreement (as defined in the 2020 Official Statement) securing the other outstanding obligations of GPTC.

- Investment income generally reflect cash-basis receipts, offset by purchased accrued interest and adjusted for interest earned on TexPool investments, but not received in trust accounts until after period end.
- Deposits into funds or accounts denoted by an asterisk (*) are excluded from Revenues of the System.

As of the third quarter of Fiscal Year 2022, all accounts equaled or exceeded their required balances as set by the Master Trust Agreement. **Prior to the last day of Fiscal Year 2021, the debt service, operations and maintenance, and major maintenance accounts were all pre-funded at 100 percent of their Fiscal Year 2022 budgeted amounts.**

The Junior O&M Fund vendor payments include reimbursement of expenses paid for by the State Highway Fund on behalf of GPTC. The timing of the State Highway Fund reimbursement may not coincide with the Junior Operating Expenses as reported in the table in Section 4.0.

10.0 Investment Report as of May 31, 2022 (In Dollars)

Account Name	Security Type ¹	Par	Coupon / Yield	Maturity	Market Value ²
Trust Accounts					
Revenue Account	MM	\$ 84,561	0.65%	N/A	\$ 84,561
	TexPool Prime	173,913,337	0.81%	N/A	173,913,337
Revenue Total		173,997,898			173,997,898
Construction Accounts					
Taxable Bond Proceeds (D-G) Fund	TexPool Prime	133,314,734	0.81%	N/A	133,314,734
Taxable Bond Proceeds (D-G) Fund Total		133,314,734			133,314,734
Tax-Exempt Bond Proceeds (H&I) Fund	TexPool Prime	2,804	0.81%	N/A	2,804
Tax-Exempt Bond Proceeds (H&I) Fund Total		2,804			2,804
Taxable Bond Proceeds (H&I) Fund	TexPool Prime	12,978,902	0.81%	N/A	12,978,902
Taxable Bond Proceeds (H&I) Fund Total		12,978,902			12,978,902
Subtier Capitalized Bond Interest	TexPool Prime	7,716,387	0.81%	N/A	7,716,387
Subtier Capitalized Bond Interest Total		7,716,387			7,716,387
First Tier Debt Service Fund: Interest Account	TexPool Prime	14,472	0.81%	N/A	14,472
First Tier Debt Service Fund: Interest Account Total		14,472			14,472
First Tier Debt Service Fund: Reserve Fund	TexPool Prime	18,010,014	0.81%	N/A	18,010,014
First Tier Debt Service Reserve Fund Total		18,010,014			18,010,014
Sub. Tier Debt Service Fund: Interest Account	TexPool Prime	21,453	0.81%	N/A	21,453
Sub. Tier Debt Service Fund: Interest Account Total		21,453			21,453
Sub. Tier Debt Service Fund: Redemption Account	TexPool Prime	1,167	0.81%	N/A	1,167
Sub. Tier Debt Service Fund: Redemption Account Total		1,167			1,167
Reserves, RSF & Enhancement Fund Accounts					
Sr. O&M Fund	TexPool Prime	3,571,645	0.81%	N/A	3,571,645
Sr. O&M Fund Total		3,571,645			3,571,645
Jr. O&M Fund	TexPool Prime	30,662,669	0.81%	N/A	30,662,669
Jr. O&M Fund Total		30,662,669			30,662,669
O&M Reserve Fund	TexPool Prime	14,984,177	0.81%	N/A	14,984,177
O&M Reserve Fund Total		14,984,177			14,984,177

10.0 Investment Report (Cont.)

Account Name	Security Type ¹	Par	Coupon / Yield	Maturity	Market Value ²
Rate Stabilization Fund	MM	78,128	0.520%	N/A	78,128
	TexPool Prime	\$ 6,288,193	0.81%	N/A	\$ 6,288,193
	FHLMC	15,100,000	0.25%	09/08/23	14,739,110
	FHLB	15,050,000	0.55%	12/19/24	14,258,370
	FHLB	15,000,000	0.55%	12/24/24	14,239,650
	FHLB	25,000,000	0.65%	03/17/25	23,556,000
	FHLMC	25,000,000	0.63%	11/25/25	23,091,750
	FHLB	25,000,000	1.00%	03/23/26	22,605,131
	FHLB	15,000,000	0.50%	08/24/26	13,975,050
	FHLB	10,000,000	1.67%	12/14/26	9,571,200
Rate Stabilization Fund Total		151,516,321			142,402,582
Major Maintenance Fund	TexPool Prime	3,994,652	0.81%	N/A	3,994,652
Major Maintenance Fund Total		3,994,652			3,994,652
Grand Parkway Enhancement Fund	MM	78,126	0.64%	N/A	78,126
	TexPool Prime	49,991,467	0.81%	N/A	49,991,467
	FHLB	10,000,000	0.50%	06/13/23	9,851,200
	T-Note	15,000,000	0.13%	07/31/23	14,641,350
	T-Note	15,000,000	0.13%	08/31/23	14,610,300
	FHLMC	25,000,000	0.63%	11/25/25	23,091,750
	FHLB	25,000,000	1.00%	08/24/26	23,314,000
	FHLB	20,000,000	0.60%	08/26/26	18,797,600
Grand Parkway Enhancement Fund Total		160,069,593			154,375,793
Total Trust Accounts		\$ 710,856,888			\$ 696,049,349
BANs Proceeds Held Outside the Trust					
Tax-Exempt BANs Proceeds (H&I)	TexPool Prime	312,857,741	0.81%	N/A	312,857,741
Tax-Exempt BANs Proceeds (H&I) Total		312,857,741			312,857,741
Subtier Capitalized BANs Interest	TexPool Prime	31,581,247	0.81%	N/A	31,581,247
Subtier Capitalized BANs Interest Total		31,581,247			31,581,247
Total BANs Accounts		\$ 344,438,988			\$ 344,438,988
Grand Total		\$ 1,055,295,876			\$ 1,040,488,337

Notes

¹ All investments are compliant with the Public Funds Investment Act, Chapter 2256, Texas Government Code (PFIA) and the TIFIA loan. TIFIA authorized investments are more restrictive than the PFIA.

² Market Value includes interest earned on TexPool and Texpool Prime investments, but not received in Trust Accounts until after period end.

11.0 Other Information

Substantial Completion of H and I Project

Effective May 16, 2022, TxDOT issued a certificate of substantial completion for the H and I Project to the DB Contractor. Certain conditions for achieving substantial completion under the terms of the Design Build Agreement were waived at the election of TxDOT (such as the completion of certain signage, illumination, traffic barriers, and other items unrelated to tolled traffic) and must be completed as an express condition to achieving final acceptance of the H and I Project under the terms of the Design Build Agreement. The completion of the remaining items for achieving final acceptance of the H and I Project are not expected to impact tolled traffic on Segments H and I.

The H and I Project opened to traffic on May 19, 2022, and tolling commenced on May 21, 2022. The revenues from Segments H and I (including all of Segment I-2A) became Revenues of the System effective May 21, 2022. As described

in the 2020 Official Statement, the operation and maintenance expenses of the H and I Project and the System facilities that comprise Segment I-2A have been designated as Senior Operating Expenses pursuant to the Master Trust Agreement. With the H and I Project now having achieved substantial completion, such expenses became the responsibility of the Corporation effective May 16, 2022. The TELA is not available to pay Senior Operating Expenses.

Construction Progress Reports

Copies of the progress reports required under the Trust Agreement are available on EMMA, and the GPTC Construction Progress Report for the H and I Project as of February 28, 2022 (being the final progress report) is available [here](#). Pursuant to the terms of the Master Trust Agreement, no further progress reports are required to be prepared for the H and I Project because it has achieved substantial completion.

12.0 Relevant Links

Reports should not be considered to speak as of any date other than the date indicated in such document.

EMMA Website	https://emma.msrb.org
EMMA Grand Parkway Issuer Homepage	https://emma.msrb.org/IssuerHomePage/Issuer?id=FE6B36B2ABF03965E043151ED20A5A56&type=M
Grand Parkway AFR (Fiscal Year 2021)	https://emma.msrb.org/P21527273-P21180876-P21598113.pdf
Official Statement for 2020 Bonds	https://emma.msrb.org/ER1312140-ER1022440-ER1428608.pdf
Grand Parkway 2020 T&R Forecast	https://emma.msrb.org/SS1492685.pdf
Offering Memorandum for 2018 BANs	https://emma.msrb.org/ER1130132-ER884441-ER1285118.pdf
Grand Parkway H and I Project Q2 FY2022 Construction Progress Report	https://emma.msrb.org/P21567415-P21210853-P21631771.pdf
TxDOT Investor Relations Website	www.txdot.gov/inside-txdot/division/debt/investors.html
GPTC Investor Relations Website	http://www.dot.state.tx.us/grandparkwaysystem/investor-relations.htm
Grand Parkway System Toll Rate Schedules	https://www.tntag.org/tntagstorefront/en/learnmore/houstonAreaTolls

13.0 Contact Information

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