

JCIDA LOAN REVIEW COMMITTEE
Tuesday, February 16, 2021
8:00 a.m.

AGENDA

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Packet #1:**
 - 1. Convalt Energy LLC Loan Request**
 - 2. DigiCollect LLC Loan Request**
- IV. Packet #2:**
 - 1. Convalt Energy LLC PILOT Request**
 - 2. DigiCollect LLC PILOT Request**
- V. Other/Unfinished business**
- VI. Adjournment**

Cost-Benefit Analysis for CONVALT ENERGY JANUARY 2021

Prepared by Jefferson County LDC using InformAnalytics

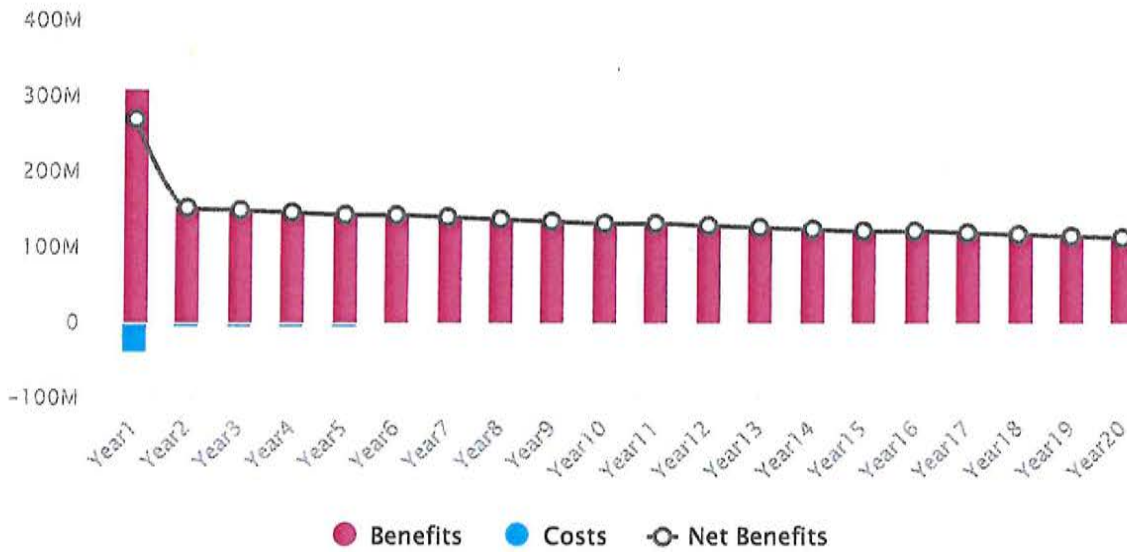
Executive Summary

INVESTOR Convalt Energy, LLC	TOTAL INVESTED \$595.0 Million	LOCATION Watertown Airport	TIMELINE 20 Years
--	--	--------------------------------------	-----------------------------

F1 FIGURE 1

Discounted* Net Benefits for CONVALT ENERGY JANUARY 2021 by Year

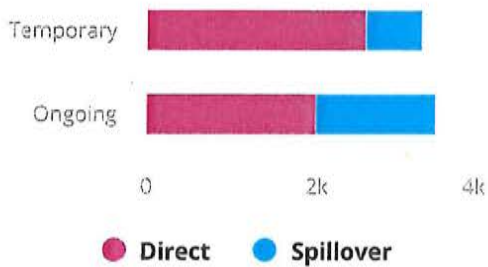
Total Net Benefits: \$2,760,742,000



Discounted at 2%

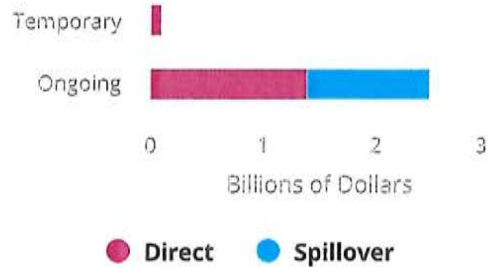
F2 FIGURE 2

Total Jobs



F3 FIGURE 3

Total Payroll



Proposed Investment

Convalt Energy, LLC proposes to invest \$595.0 million at Watertown Airport over 20 years. Jefferson County LDC staff summarize the proposed with the following: Manufacturer Solar Equipment

T1 TABLE 1

F4 FIGURE 4

Proposed Investments

Location of Investment

Description	Amount
CONSTRUCTION SPENDING	
New Building on 200 Acres	\$325,000,000
OTHER SPENDING	
Mfg Equip	\$247,000,000
F&F	\$10,000,000
Land-Building Acquisition	\$2,000,000
Contingency & Soft Costs	\$11,000,000
Total Investments	\$595,000,000
Discounted Total (2%)	\$595,000,000

May not sum to total due to rounding.

Cost-Benefit Analysis

A cost-benefit analysis of this proposed investment was conducted using InformAnalytics, an economic impact model developed by CGR. The report estimates the impact that a potential project will have on the local economy based on information provided by Jefferson County LDC. The report calculates the costs and benefits for specified local taxing districts over the first 20 years, with future returns discounted at a 2% rate.

T2 TABLE 2

Estimated Costs or Incentives

Jefferson County LDC is considering the following incentive package for Convalt Energy, LLC.

Description	Nominal Value	Discounted Value*
Property Tax Exemption	\$64,467,000	\$56,482,000
Sales Tax Exemption	\$32,000,000	\$32,000,000
Mortgage Recording Tax Exemption	\$3,124,000	\$3,124,000
Total Costs	\$99,590,000	\$91,606,000

May not sum to total due to rounding.

* Discounted at 2%

T3 TABLE 3

State & Regional Impact (Life of Project)

The following table estimates the total benefits from the project over its lifetime.

Description	Direct	Spillover	Total
REGIONAL BENEFITS	\$1,847,937,000	\$1,358,429,000	\$3,206,366,000
To Private Individuals	\$1,785,383,000	\$1,341,236,000	\$3,126,619,000
Temporary Payroll	\$112,206,000	\$27,623,000	\$139,830,000
Ongoing Payroll	\$1,673,177,000	\$1,313,613,000	\$2,986,790,000
To the Public	\$62,554,000	\$17,193,000	\$79,747,000
Property Tax Revenue	\$39,667,000	N/A	\$39,667,000
Temporary Sales Tax Revenue	\$1,438,000	\$354,000	\$1,792,000
Ongoing Sales Tax Revenue	\$21,449,000	\$16,839,000	\$38,288,000
STATE BENEFITS	\$101,905,000	\$74,432,000	\$176,337,000
To the Public	\$101,905,000	\$74,432,000	\$176,337,000
Temporary Income Tax Revenue	\$4,966,000	\$1,223,000	\$6,189,000
Ongoing Income Tax Revenue	\$74,052,000	\$56,016,000	\$130,068,000
Temporary Sales Tax Revenue	\$1,438,000	\$354,000	\$1,792,000
Ongoing Sales Tax Revenue	\$21,449,000	\$16,839,000	\$38,288,000
Total Benefits to State & Region	\$1,949,841,000	\$1,432,862,000	\$3,382,703,000
Discounted Total Benefits (2%)	\$1,652,543,000	\$1,199,805,000	\$2,852,348,000

May not sum to total due to rounding.

T4 TABLE 4

Benefit to Cost Ratio

The following benefit to cost ratios were calculated using the discounted totals.

Description	Benefit*	Cost*	Ratio
Region	\$2,703,971,000	\$73,523,000	37:1
State	\$148,377,000	\$18,083,000	8:1
Grand Total	\$2,852,348,000	\$91,606,000	31:1

May not sum to total due to rounding.

* Discounted at 2%

CGR has exercised reasonable professional care and diligence in the production and design of the InformAnalytics™ tool. However, the data used is provided by users. InformAnalytics does not independently verify, validate or audit the data supplied by users. CGR makes no representations or warranties with respect to the accuracy of the data supplied by users.

Fee Schedule

Updated as of the date of the document

Taxable and Tax Exempt Industrial Development Revenue Bonds

Application Fee:	A non-refundable fee of \$2,500.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.
Fee:	First \$10 million – 2% of the principal amount of the bond series. \$10 million - \$20 million – 1% of the bond series. Any amount over \$20 million – 0.5% of the bond series. Annual Fee - \$1,500.00
Point of Contact:	Donald Alexander – CEO JCIDA+1 (315) 782-5865

Lease Leaseback Transactions

Application Fee:	A non-refundable fee of \$2,500.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.
Fee:	With a PILOT: First \$10 million – 2% Second \$10-\$20 million - 0.5% Any amount over \$20 million - 0.25% No PILOT – 25% of the abatement value
Point of Contact:	Donald Alexander - CEO JCIDA +1 (315)782-5865

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Section I: Applicant Information

Please answer all questions. Use "None" or "Not Applicable" where necessary.

A) Applicant Information-company receiving benefit:

Applicant Name: Convalt Energy LLC

Applicant Address: 800 Starbuck Avenue, Suite A-15, Watertown, NY 13601

Phone: +1.212.683.0400 Fax: _____

Website: www.convalt.com E-mail: hari.achuthan@acoinvestment.com

Federal ID#: 27-4706015 NAICS: _____

Will a Real Estate Holding Company be utilized to own the Project property/facility? Yes or No

What is the name of the Real Estate Holding Company: N/A

Federal ID#: N/A

State and Year or Incorporation/Organization: Delaware, 2011

List of stockholders, members, or partners of Real Estate Holding Company: _____

B) Individual Completing Application:

Name: Hari Achuthan

Title: Chairman & CEO

Address: 1185 Avenue of the Americas, 3rd Floor, New York, New York 10036

Phone: +1.212.683.0400 (o) / +1.917.453.9600 (m) Fax: _____

E-Mail: hari.achuthan@acoinvestment.com

C) Company Contact (if different from Section B above):

Name: _____

Title: _____

Address: _____

Phone: _____ Fax: _____

E-Mail: _____

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

D) Company Counsel:

Name of Attorney: Ysabel Metais-Tilloy
 Firm Name: ACO Investment Group
 Address: 1185 Avenue of the Americas, 3rd Floor, New York 13601
 Phone: +1.212.683.0400 Fax: _____
 E-mail: ysabel.mt@acoinvestment.com

E) Identify the assistance being requested of the Agency (select all that apply):

1. Exemption from Sales Tax Yes or No
2. Exemption from Mortgage Tax Yes or No
3. Exemption from Real Property Tax Yes or No
4. Tax Exempt Financing * Yes or No

* (typically for not-for-profits and qualified small manufacturers)

F) Applicant Business Information (check appropriate category):

Corporation Partnership
 Public Corporation Joint Venture
 Sole Proprietorship Limited Liability Company
 Other (please specify) _____
 Year Established: 2011
 State in which Organization is established: Delaware

G) List all Applicant stockholders, members, or partners with % of ownership greater than 20%:

<u>Name</u>	<u>% of ownership</u>
<u>Please see Appendix</u>	_____
_____	_____
_____	_____

H) Applicant Business Description:

Describe in detail company background, products, customers, goods and services. Description is critical in determining eligibility: Solar Panel Manufacturing, Rooftop Solar Development and Installation

Solar Power Plant Development, High Voltage Transmission Line Development, Wind Power Development
Waste to Power Development, Energy Storage Manufacturing and Development, EV charger manufacturing

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Estimated % of sales within Jefferson County : 15%

Estimated % of sales outside Jefferson County, but within New York State: 50%

Estimated % of sales outside New York State but within the U.S.: 10%

Estimated % of sales outside the U.S. 25%

(*Percentage to equal 100%)

I) What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Jefferson County. Include list of vendors, raw material suppliers and percentages for each. Provide supporting documentation including estimated percentage of local purchases.

We expect 20% local procurement until we develop a manufacturing unit for high purity silicon ingots.
We expect to procure steel fabrication locally, motors for tracking systems locally

Section II: Project Description & Details

A) Project Location:

List your current operation(s) locations in Jefferson County:

None but looking to move to Watertown Airport Business Park

List your current operation(s) locations in New York State:

Headquarters in New York City

List the Proposed Project location(s) : Watertown Airport Business Park

Provide the Property Address of the proposed Project:

18572 Route 12F, Dexter, NY 13634

Will the completion of the Project result in the removal, or reduction of an industrial or manufacturing plant of the Applicant from: one area of New York State to Jefferson County; or within Jefferson County?

Yes or No

If Yes, please provide details _____

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant located within New York State?

Yes or No

If Yes, please provide details _____

Will the Proposed Project affect Applicant's current operations within Jefferson County to be closed or be subjected to reduced activity?

Yes or No

If Yes, please provide details _____

If Yes to any of the above three (3) questions, Applicant must complete Section II (Q) and Section IV of this Application.

Will the completion of the Project result in the abandonment, removal, or reduction of an industrial or manufacturing plant of a closely aligned competitor from one area of New York State or Jefferson County?

Yes or No

If Yes, please provide details _____

SBL Number for Property upon which proposed Project will be located: _____

What are the current real estate taxes on the proposed Project Site? _____

If amount of current taxes is not available, provide assessed value for each:

Land: \$ _____ Buildings(s): \$ _____

** If available please include a copy of current tax bill.

Are Real Property Taxes current? Yes or No. If no, please explain _____

Town/City/Village: Hounsfield School District: General Brown

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Does the Applicant or any related entity currently hold fee title to the Project site? Yes or No

If No, indicate name of present owner of the Project Site: Jefferson County Industrial Development Authority (JCIDA)

Does Applicant or related entity have an option/contract to purchase the Project site? Yes or No

B) Please provide narrative of project and the purpose of the project (new build, renovations, and/or equipment purchases). Identify specific uses occurring within the project. Describe any and all tenants and any/all end users: (This information is critical in determining project eligibility): _____

Please see business plan. The project seeks to develop solar panel manufacturing and also solar power plant generation at the proposed site. The end user will be the company Convalt Energy as the land will be used for the manufacturing plant

Describe the reasons why the Agency's Financial Assistance is necessary, and the effect the Project will have on the Applicant's business or operations. Focus on competitiveness issues, project shortfalls, etc... Your eligibility determination will be based in part on your answer (attach additional pages if necessary): _____

The manufacturing costs in Asia especially China are very low. We need all incentives to be able to manufacture with very competitive prices. We face competitors who are supported by Chinese Govt and in order to get our manufacturing costs down, we require these incentives

Please confirm by checking the box, below, if there is a strong possibility that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes or No

If Yes, please provide details: All of our competitors receive significant amount of subsidies and tax breaks.

It will be impossible for us to setup this manufacturing facility without assistance. Chinese panel manufacturers are subsidized by state, receive zero interest loans, free land, tax breaks and in many cases loan forgiveness.

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency: _____

N/A Project cannot work if Agency does not provide incentives.

This project can create 2055 jobs in 10 years, provides for panels to be made in America which supports National Security, reliance on American goods, drive innovation and drive business for suppliers especially

motor manufacturers, fabrication companies, manufacturers of electrical wires and components and supports glass manufacturers.

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant? _____

Applicant will not pursue this project if financial assistance is not provided

C) Will Project include leasing any equipment Yes or No

If Yes, please describe: _____

D) Site Characteristics:

Describe the present use of the proposed Project site: Unused and empty land

Will the Project meet zoning/land use requirements at the proposed location? Yes or No

If Yes, please provide local zoning reference that applies: _____

Describe the present zoning/land use: Multi-use

Describe required zoning/land use, if different: _____

If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements: _____

Is the proposed project located on a site where the known or potential presence of contaminants is complicating the development/use of the property? If yes, please explain: _____

N/A

Have site plans been submitted to the appropriate planning department?

Yes or No

** If yes, please provide the Agency with a copy of the related State Environmental Quality Review Act ("SEQR") Environmental Assessment Form that may have been required to be submitted along with the site plan application to the appropriate planning department. Please provide the Agency

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

with the status with respect to any required planning department approval: _____

Site currently has sub-division approval as a business park by the town planning board

Has the Project received site plan approval from the planning department? Yes or No.

If Yes, please provide the Agency with a copy of the planning department approval along with the related SEQR determination.

E) Has a Phase I Environmental Assessment been prepared, or will one be prepared with respect to the proposed project site? Yes or No If yes, please provide a copy.

F) Have any other studies or assessments been undertaken with respect to the proposed project site that indicate the known or suspected presence of contamination that would complicate the site's development?

Yes or No. If yes, please provide copies of the study

G) Provide any additional information or details: _____

H) Select Project Type for all end users at project site (you may check more than one):

** Please check any and all end users as identified below.

** Will customers personally visit the Project site for either of the following economic activities? If yes with respect to either economic activity indicated below, complete the Retail Questionnaire contained in Section IV of the Application.

Retail Sales: Yes or No

Services: Yes or No

For purposes of this question, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- | | | | |
|----------------------------------|-------------------------------------|---------------------------------|--------------------------|
| Industrial | <input checked="" type="checkbox"/> | Back Office | <input type="checkbox"/> |
| Acquisition of Existing Facility | <input type="checkbox"/> | Retail | <input type="checkbox"/> |
| Housing | <input type="checkbox"/> | Mixed Use | <input type="checkbox"/> |
| Equipment Purchase | <input type="checkbox"/> | Facility for Aging | <input type="checkbox"/> |
| Multi-Tenant | <input type="checkbox"/> | Civic Facility (not for profit) | <input type="checkbox"/> |
| Commercial | <input type="checkbox"/> | Other _____ | <input type="checkbox"/> |

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

I) Project Information:

Estimated costs in connection with Project:

1. Land and/or Building Acquisition:	\$ <u>2,000,000</u>
<u>200</u> acres _____ square feet	
2. New Building Construction: <u>6,000,000</u> square feet	\$ <u>300,000,000</u>
3. New Building Addition(s): _____ square feet	\$ _____
4. Infrastructure Work	\$ <u>25,000,000</u>
5. Reconstruction/Renovation: _____ square feet	\$ _____
6. Manufacturing Equipment:	\$ <u>247,000,000</u>
7. Non-Manufacturing Equipment (furniture, fixtures, etc.):	\$ <u>10,000,000</u>
8. Soft Costs: (professional services, etc.):	\$ <u>1,000,000</u>
9. Other, Specify: <u>Contingency</u>	\$ <u>10,000,000</u>

TOTAL Capital Costs: \$ 595,000,000

Project refinancing; estimated amount
(for refinancing of existing debt only)

\$ _____

Sources of Funds for Project Costs:

Bank Financing:	\$ <u>416,500,000</u>
Equity (excluding equity that is attributed to grants/tax credits)	\$ <u>178,500,000</u>
Tax Exempt Bond Issuance (if applicable)	\$ _____
Taxable Bond Issuance (if applicable)	\$ _____
Public Sources (Include sum total of all state and federal grants and tax credits)	\$ _____

Identify each state and federal grant/credit:

<u>Excelsior Job Credits</u>	\$ <u>9,925,000</u>
<u>Excelsior Investment Tax Credits</u>	\$ <u>20,075,000</u>
_____	\$ _____
_____	\$ _____

Total Sources of Funds for Project Costs: \$ _____

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Have any of the above costs been paid or incurred as of the date of this Application? Yes or No

If Yes, describe particulars: _____

Mortgage Recording Tax Exemption Benefit: Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ _____

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage Amount as indicated above multiplied by ___%): \$ _____

Construction Cost Breakdown:

Total Cost of Construction \$ 595,000,000 (sum of 2,3,4,5, and/or 7 in Question I, above)

Cost for materials: \$ 550,000,000

% sourced in Jefferson County: 30 %

% sourced in New York State 75 % (including Jefferson County)

List major material suppliers if known _____

Cost for labor: \$ 20 per hour

Expected Full-Time Equivalent Jobs during construction 150

Expected Total Labor Hours during construction 144,000

List major subcontractors, if known _____

Sales and Use Tax: Gross amount of costs for goods and services that are subject to State and local Sales and Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ 238,000,000

Estimated State and local Sales and Use Tax Benefit (product of 8 % multiplied by the figure, above):

\$ 19,040,000

*** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.*

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Real Property Tax Benefit:

Identify and describe if the Project will utilize a real property tax exemption benefit OTHER THAN the Agency's PILOT benefit: None other

JCIDA PILOT Benefit: Agency staff will indicate the amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in Section II(I) of the Application.

Percentage of Project Costs financed from Public Sector sources: Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above in Section II(I) of the Application.

J) For the proposed facility, please indicate the square footage for each of the uses outlined below:

*If company is paying for FFE for tenants, please include in cost breakdown

	Square Footage	Cost	% of Total Cost of Project
Manufacturing/Processing	5,500,000	\$275,000,000	91.7%
Warehouse	300,000	\$15,000,000	5%
Research & Development	100,000	\$5,000,000	1.67%
Commercial	0	0	0
Retail (see section K)	0	0	0
Office	50,000	\$2,500,000	0.82%
Specify Other Parking, Utilities	50,000	\$2,500,000	0.82%

K) What is your project timetable (Provide dates):

1. Start date: acquisition of equipment or construction of facilities: September 2021
2. Estimated completion date of project: September 2030
3. Project occupancy – estimated starting date of operations: December 2021
4. Have construction contracts been signed? Yes or No
5. Has Financing been finalized? Yes or No

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

****** *If constructions contracts have been signed, please provide copies of executed construction contracts and a complete project budget. The complete project budget should include all related construction costs totaling the amount of the new building construction, and/or new building addition(s), and/or renovation.*

L) Is the proposed Project necessary to expand Applicant employment: Yes or No

Is the proposed Project necessary to retain existing employment: Yes or No

M) Employment Plan (Specific to the proposed project location):

	Current # of jobs at proposed project location or to be relocated at project location	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon TWO Years after Project completion	Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon TWO Years after Project Completion **
Full time (FTE)	0	0	200	150
Part Time (PTE)	0	0	0	0
Total ***	0	0	200	150

****** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Market Area, in the fourth column. The Labor Market Area includes Jefferson County as well as the following Areas:
 Jefferson County, Lewis County, Fort Drum

******* By statute, Agency staff must project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Agency staff will project such jobs over the TWO-Year time period following Project completion. Agency staff converts PTE jobs into FTE jobs by dividing the number of PTE jobs by two (2). A FTE job is one that works the equivalent of a 40-hour week for 48 weeks. A PTE job is one that works the equivalent of a 20-hour week for 24 weeks.

Note: 2055 FTE jobs are created in 10 years by 2030.

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Salary and Fringe Benefits for Jobs to be Retained and Created:

based on company success, profitability

Category of Jobs to be Retained and Created	Average Salary or Range of Salary	Average Fringe Benefits or Range of Fringe Benefits
Management	\$100,000	\$25,000
Professional	\$100,000	\$10,000
Administrative	\$50,000	\$5,000
Production	\$48,000	\$5,000
Other	\$35,000	\$3,000

Employment at other locations in County/City/Town/Village: (provide address and number of employees at each location):

	Address	Address	Address
Full time	Watertown Business Park		
Part Time	Watertown Business Park		
Total	Watertown Business Park		

N) Will any of the facilities described above be closed or subject to reduced activity? Yes or No

*** If any of the facilities described above are located within the State of New York, and you answered Yes to the question, above, you must complete Section IV of this Application.*

*** Please note that the Agency may utilize the foregoing employment projections, among other items, to determine the Financial Assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.*

O) Is the proposed Project reasonably necessary to prevent the Applicant from moving out of New York State? Yes or No. Out of Jefferson County? Yes or No.

If yes, please explain and identify the other locations being investigated, type of assistance offered and provide supporting documentation if available: States like Florida, Texas, Ohio offering attractive incentives

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

P) What competitive factors led you to inquire about sites outside of Jefferson County or New York State? _____

Low cost of power, Labor from Fort Drum and Jefferson County, Logistics for domestic and international Land that is needed for power plant development

Q) Have you contacted or been contacted by other Local, State and/or Federal Economic Development Agencies? Yes or No.

Have you applied, or intend to apply for additional Grant Funding, or tax incentives? Yes or No.

If yes, please identify which agencies and what other Local, State and/or Federal assistance and the assistance sought and dollar amount that is anticipated to be received: Empire State Development

We have received grant approvals from ESD for Excelsior Job Credits \$9,925,000 and Excelsior ITC \$20,075,000

Section III Retail Questionnaire

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A. Will any portion of the Project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Yes or No. If the answer is yes, please continue. If no, proceed to section V

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? 0 %. **If the answer is less than 33% do not complete the remainder of the retail determination and proceed to section V.**

If the answer to A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:

1. Will the Project be operated by a not-for-profit corporation Yes or No.

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

2. Is the Project location or facility likely to attract a significant number of visitors from outside the economic development region (list specific County or ED region) in which the project will be located?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the municipality within which the proposed Project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

4. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes or No.

If yes, explain These are permanent jobs being created in New York in the renewable sector. This sector is new, these jobs dont exist today and we are creating this project to replace fossil fuel power plants and thereby creating new jobs

5. Is the Project located in a Highly Distressed Area? Yes or No

Section IV Inter-Municipal Move Determination

The Agency is required by State law to make a determination that, if completion of a Project benefiting from Agency Financial Assistance results in the removal of an industrial or manufacturing plant of the Applicant from one area of New York State to another area of the State; or in the abandonment of one or more plants or facilities of the Applicant located within the New York State , Agency Financial Assistance is required to prevent the Applicant from relocating out of the New York State, or is reasonably necessary to preserve the Applicant’s competitive position in its respective industry.

Explain how the Agency’s Financial Assistance is required to prevent the Project from relocating out of New York State, or is reasonably necessary to preserve the Project occupant’s competitive position in its respective industry: N/A

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

CONVELT ENERGY PILOT PROFORMAS

2/2/2021

UTEP

6,000,000 Sq. Ft. Building Estimated Assessed Value \$250,000,000

Enter	Rates
Tax Rates / M	21.155598
County	8.101679
Town - Houndsfoeld	1.879463
School - General Brown	11.174456

	Full			Total	
	Taxation	Exempt	Pay	Pay	Net
Year 1	5,288,900	100%	0%	0	0
Year 2	5,288,900	100%	0%	0	0
Year 3	5,288,900	100%	0%	0	0
Year 4	5,288,900	100%	0%	0	0
Year 5	5,288,900	100%	0%	0	0
Year 6	5,288,900	75%	25%	1,322,225	1,322,225
Year 7	5,288,900	75%	25%	1,322,225	1,322,225
Year 8	5,288,900	75%	25%	1,322,225	1,322,225
Year 9	5,288,900	75%	25%	1,322,225	1,322,225
Year 10	5,288,900	75%	25%	1,322,225	1,322,225
Year 11	5,288,900	50%	50%	2,644,450	2,644,450
Year 12	5,288,900	50%	50%	2,644,450	2,644,450
Year 13	5,288,900	50%	50%	2,644,450	2,644,450
Year 14	5,288,900	50%	50%	2,644,450	2,644,450
Year 15	5,288,900	50%	50%	2,644,450	2,644,450
Year 16	5,288,900	25%	75%	3,966,675	3,966,675
Year 17	5,288,900	25%	75%	3,966,675	3,966,675
Year 18	5,288,900	25%	75%	3,966,675	3,966,675
Year 19	5,288,900	25%	75%	3,966,675	3,966,675
Year 20	5,288,900	25%	75%	3,966,675	3,966,675
Total	105,777,990	1250%		39,666,746	

Full Taxation	105,777,990
PILOT Payments	39,666,746
% Paid	38%
Savings	66,111,244

Section V: Estimate of Real Property Tax Abatement Benefits and Percentage of Project Costs financed from Public Sector sources

**** Section V of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.**

** see attachment
Dgr*

PILOT Estimate Table Worksheet

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate (Town/City/Village)/1000	School Tax Rate/1000

*Apply equalization rate to value

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
TOTAL							

***Estimates provided are based on current property tax rates and assessment values**

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Percentage of Project Costs financed from Public Sector Table Worksheet:

Total Project Cost	Estimated Value of PILOT	Estimated Value of Sales Tax Incentive	Estimated Value of Mortgage Tax Incentive	Total of Other Public Incentives (Tax Credits, Grants, ESD Incentives, etc.)

Calculate %

(Est. PILOT + Est. Sales Tax+ Est. Mortgage Tax+ Other)/Total Project Costs: _____%

JCIDA will also complete a Cost-Benefit analysis using information contained within this Application, and available to the Public.

Section VI Representations, Certifications and Indemnification

**** This Section of the Application can only be completed upon the Applicant receiving, and must be completed after the Applicant receives, JCIDA Staff confirmation that Section I through Section V of the Application are complete.**

Hari Achuthan (name of CEO or other authorized representative of Applicant) confirms and says that he/she is the Chairman (title) of Convalt Energy LLC (name of corporation or other entity) named in the attached Application (the "Applicant"), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

- A. Job Listings: In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
- B. First Consideration for Employment: In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.

- C. Annual Sales Tax Filings: In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant. Copies of all filings shall be provided to the Agency.
- D. Employment Reports: The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, "Employment Reports") that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
- E. The Applicant acknowledges that certain environmental representations will be required at closing. The Applicant shall provide with this Representation, Certification and Indemnification Form copies of any known environmental reports, including any existing Phase I Environmental Site Assessment Report(s) and/or Phase II Environmental Investigations. The Agency may require the Company and/or owner of the premises to prepare and submit an environmental assessment and audit report, including but not necessarily limited to, a Phase I Environmental Site Assessment Report and a Phase II Environmental Investigation, with respect to the Premises at the sole cost and expense of the owner and/or the Applicant. All environmental assessment and audit reports shall be completed in accordance with ASTM Standard Practice E1527-05, and shall be conformed over to the Agency so that the Agency is authorized to use and rely on the reports. The Agency, however, does not adopt, ratify, confirm or assume any representation made within reports required herein.
- F. The Applicant and/or the owner, and their successors and assigns, hereby release, defend and indemnify the Agency from any and all suits, causes of action, litigations, damages, losses, liabilities, obligations, penalties, claims, demands, judgments, costs, disbursements, fees or expenses of any kind or nature whatsoever (including, without limitation, attorneys', consultants' and experts' fees) which may at any time be imposed upon, incurred by or asserted or awarded against the Agency, resulting from or arising out of any inquiries and/or environmental assessments, investigations and audits performed on behalf of the Applicant and/or the owner pursuant hereto, including the scope, level of detail, contents or accuracy of any environmental assessment, audit, inspection or investigation report completed hereunder

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

and/or the selection of the environmental consultant, engineer or other qualified person to perform such assessments, investigations, and audits.

- G. **Hold Harmless Provision:** The Applicant acknowledges and agrees that the Applicant shall be and is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency's costs of general counsel and/or the Agency's bond/transaction counsel whether or not the Application, the proposed Project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency harmless from and against any and all liability arising from or expense incurred by: (i) the Agency's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (ii) the Agency's acquisition, construction and/or installation of the proposed Project described herein; and (iii) any further action taken by the Agency with respect to the proposed Project including, without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency, any mortgage recording tax exemption claimed by the Applicant and approved by the Agency, and/or any real property tax abatement claimed by the Applicant and approved by the Agency, in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be established by the Agency and set forth in transaction documents to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of the New York State and local sales and use tax exemption benefit, the amount of the mortgage recording tax exemption benefit, and the amount of the real property tax abatement, if and as applicable, to the best of the Applicant's knowledge, is true, accurate and complete.
- H. This obligation includes an obligation to submit an Agency Fee Payment to the Agency in accordance with the Agency Fee policy effective as of the date of this Application
- I. By executing and submitting this Application, the Applicant covenants and agrees to pay the following fees to the Agency and the Agency's general counsel and/or the Agency's bond/transaction counsel, the same to be paid at the times indicated:
- (i) a non-refundable \$2500 application and publication fee (the "Application Fee");
 - (ii) a \$ 0 expense deposit for the Agency's Counsel Fee Deposit. .
 - (iii) Unless otherwise agreed to by the Agency, an amount equal to 0 percent (%) of the total project costs.
 - (iv) All fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel and/or the Agency's bond/transaction

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

counsel, thus note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's general counsel and the Agency's bond/transaction counsel; and (2) other consultants retained by the Agency in connection with the proposed project, with all such charges to be paid by the Applicant at the closing.

- J. If the Applicant fails to conclude or consummate the necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable proper or requested action, or withdraws, abandons, cancels, or neglects the Application, or if the Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon the presentation of an invoice, Applicant shall pay to the Agency, its agents, or assigns all actual costs incurred by the Agency in furtherance of the Application, up to that date and time, including but not necessarily limited to, fees of the Agency's general counsel and/or the Agency's bond/transaction counsel.
- K. The Applicant acknowledges and agrees that all payment liabilities to the Agency and the Agency's general counsel and/or the Agency's bond and/or transaction counsel as expressed in Sections H and I are obligations that are not dependent on final documentation of the transaction contemplated by this Application.
- L. The cost incurred by the Agency and paid by the Applicant, the Agency's general counsel and/or bond/transaction counsel fees and the processing fees, may be considered as a cost of the Project and included in the financing of costs of the proposed Project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.
- M. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
- N. The Applicant acknowledges that it has been provided with a copy of the Agency's Policy for Termination of Agency Benefits and Recapture of Agency Benefits Previously Granted (the "Termination and Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Termination and Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Termination and Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
- O. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

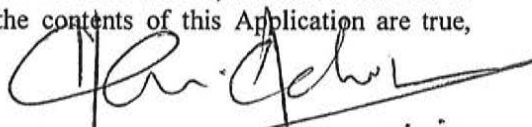
determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

- P. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- Q. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- R. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.
- S. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

STATE OF NEW YORK)
COUNTY OF JEFFERSON) ss.:

Hari Achuthan, being first duly sworn, deposes and says:

- 1. That I am the Chairman & CEO (Corporate Office) of Convallt Energy LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
- 2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.



(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
this 2nd day of February, 2021.

Peggy Sampson
(Notary Public)

PEGGY SAMPSON
Notary Public, State of New York
Qualified in Jefferson County
No. 91266105506
Commission Expires 08-09-24

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Cost-Benefit Analysis for DIGICOLLECT

Prepared by Jefferson County LDC using InformAnalytics

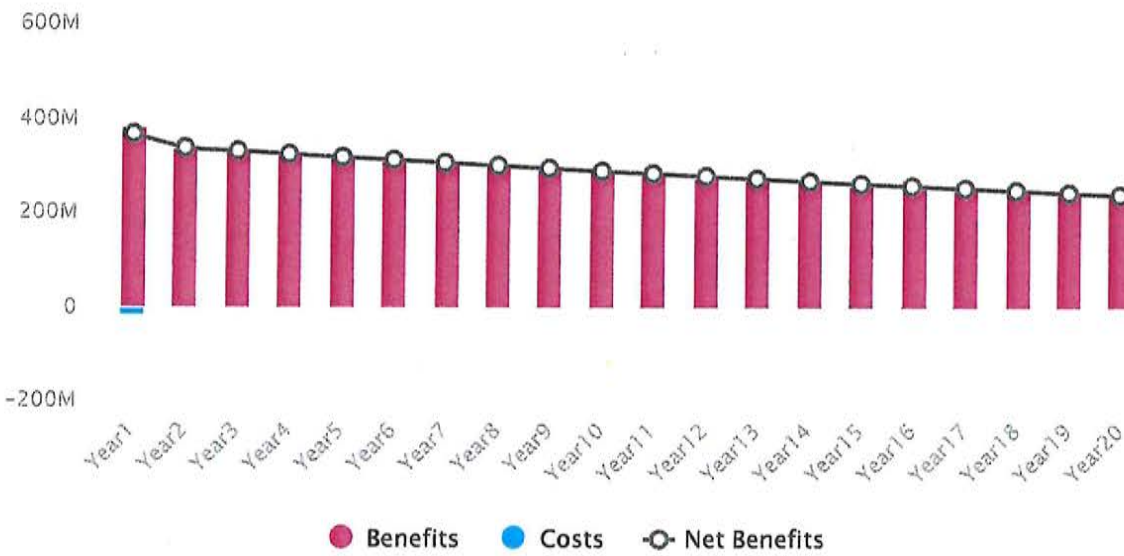
Executive Summary

INVESTOR DIGICOLLECT, LLC FEBRUARY 2021	TOTAL INVESTED \$241.0 Million	LOCATION Watertown Airport	TIMELINE 20 Years
--	---	---	------------------------------------

F1 FIGURE 1

Discounted* Net Benefits for DIGICOLLECT by Year

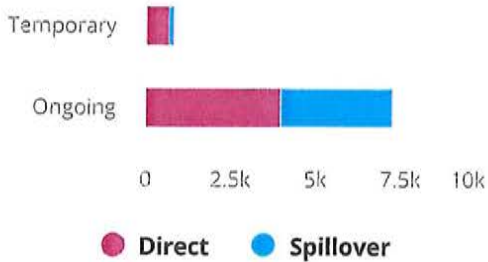
Total Net Benefits: \$5,742,627,000



Discounted at 7%

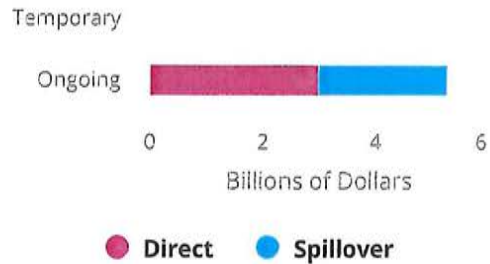
F2 FIGURE 2

Total Jobs



F3 FIGURE 3

Total Payroll



Proposed Investment

DIGICOLLECT, LLC FEBRUARY 2021 proposes to invest \$241.0 million at Watertown Airport over 20 years. Jefferson County LDC staff summarize the proposed with the following: SoftwareDevelopment

T1 TABLE 1

F4 FIGURE 4

Proposed Investments

Location of Investment

Description	Amount
CONSTRUCTION SPENDING	
300,000 Sq. Ft Building	\$85,000,000
OTHER SPENDING	
Manufacturing Equipment	\$140,000,000
NonManufacturing Equipment	\$5,000,000
Soft Costs and Contingency	\$11,000,000
Total Investments	\$241,000,000
Discounted Total (2%)	\$241,000,000

May not sum to total due to rounding.

Cost-Benefit Analysis

A cost-benefit analysis of this proposed investment was conducted using InformAnalytics, an economic impact model developed by CGR. The report estimates the impact that a potential project will have on the local economy based on information provided by Jefferson County LDC. The report calculates the costs and benefits for specified local taxing districts over the first 20 years, with future returns discounted at a 2% rate.

T2 TABLE 2

Estimated Costs or Incentives

Jefferson County LDC is considering the following incentive package for DIGICOLLECT,LLC FEBRUARY 2021.

Description	Nominal Value	Discounted Value*
Property Tax Exemption	\$18,051,000	\$15,815,000
Sales Tax Exemption	\$15,200,000	\$15,200,000
Mortgage Recording Tax Exemption	\$1,265,000	\$1,265,000
Total Costs	\$34,516,000	\$32,280,000

May not sum to total due to rounding.

* Discounted at 2%

13 TABLE 3

State & Regional Impact (Life of Project)

The following table estimates the total benefits from the project over its lifetime.

Description	Direct	Spillover	Total
REGIONAL BENEFITS	\$3,696,856,000	\$2,859,421,000	\$6,556,276,000
To Private Individuals	\$3,639,099,000	\$2,823,229,000	\$6,462,329,000
Temporary Payroll	\$29,346,000	\$7,225,000	\$36,571,000
Ongoing Payroll	\$3,609,753,000	\$2,816,005,000	\$6,425,758,000
To the Public	\$57,756,000	\$36,191,000	\$93,948,000
Property Tax Revenue	\$11,107,000	N/A	\$11,107,000
Temporary Sales Tax Revenue	\$376,000	\$93,000	\$469,000
Ongoing Sales Tax Revenue	\$46,274,000	\$36,098,000	\$82,372,000
STATE BENEFITS	\$207,710,000	\$150,997,000	\$358,707,000
To the Public	\$207,710,000	\$150,997,000	\$358,707,000
Temporary Income Tax Revenue	\$1,299,000	\$320,000	\$1,619,000
Ongoing Income Tax Revenue	\$159,761,000	\$114,486,000	\$274,247,000
Temporary Sales Tax Revenue	\$376,000	\$93,000	\$469,000
Ongoing Sales Tax Revenue	\$46,274,000	\$36,098,000	\$82,372,000
Total Benefits to State & Region	\$3,904,565,000	\$3,010,418,000	\$6,914,983,000
Discounted Total Benefits (2%)	\$3,263,166,000	\$2,511,741,000	\$5,774,907,000

May not sum to total due to rounding.

T4 TABLE 4

Benefit to Cost Ratio

The following benefit to cost ratios were calculated using the discounted totals.

Description	Benefit*	Cost*	Ratio
Region	\$5,475,426,000	\$23,837,000	230:1
State	\$299,480,000	\$8,444,000	35:1
Grand Total	\$5,774,907,000	\$32,280,000	179:1

May not sum to total due to rounding.

* Discounted at 2%

CGR has exercised reasonable professional care and diligence in the production and design of the InformAnalytics™ tool. However, the data used is provided by users. InformAnalytics does not independently verify, validate or audit the data supplied by users. CGR makes no representations or warranties with respect to the accuracy of the data supplied by users.

**Application to
Jefferson County Industrial
Development Agency (JCIDA)**

- Tax Exempt Bond Financing**
- Taxable Bond Financing**
- Lease Leaseback Transaction**

Please contact the agency for more information
regarding project eligibility and application process.

Applicant (Company) Name: DIGICOLLECT LLC

Applicant Address:

800 Starbuck Avenue, Suite A-15, Watertown, NY 13601

Phone: +1.212.683.0400

E-mail: hari.achuthan@acoinvestment.com

Application Date: January 31, 2021

Internal Use Only

Staff Signature and Date of Submission: _____

Revised Date: _____, Revision #: _____

Completed Application Date: _____ Staff Initial _____

Document Date: November 1, 2018

Fee Schedule

Updated as of the date of the document

Taxable and Tax Exempt Industrial Development Revenue Bonds

Application Fee:	A non-refundable fee of \$2,500.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.
Fee:	First \$10 million – 2% of the principal amount of the bond series. \$10 million - \$20 million – 1% of the bond series. Any amount over \$20 million – 0.5% of the bond series. Annual Fee - \$1,500.00
Point of Contact:	Donald Alexander – CEO JCIDA+1 (315) 782-5865

Lease Leaseback Transactions

Application Fee:	A non-refundable fee of \$2,500.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.
Fee:	With a PILOT: First \$10 million – 2% Second \$10-\$20 million - 0.5% Any amount over \$20 million - 0.25% No PILOT – 25% of the abatement value
Point of Contact:	Donald Alexander - CEO JCIDA +1 (315)782-5865

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Section I: Applicant Information

Please answer all questions. Use "None" or "Not Applicable" where necessary.

A) Applicant Information-company receiving benefit:

Applicant Name: DigiCollect LLC

Applicant Address: 800 Starbuck Avenue, Suite A-15, Watertown, NY 13601

Phone: +1.212.683.0400 Fax: _____

Website: www.digicollect.com E-mail: hari.achuthan@acoinvestment.com

Federal ID#: 81-3012180 NAICS: _____

Will a Real Estate Holding Company be utilized to own the Project property/facility? Yes or No

What is the name of the Real Estate Holding Company: N/A

Federal ID#: N/A

State and Year of Incorporation/Organization: Delaware, 2016

List of stockholders, members, or partners of Real Estate Holding Company: _____

Please see Appendix

B) Individual Completing Application:

Name: Hari Achuthan

Title: Chairman & CEO

Address: 1185 Avenue of the Americas, 3rd Floor, New York, New York 10036

Phone: +1.212.683.0400 (o) / +1.917.453.9600 (m) Fax: _____

E-Mail: hari.achuthan@acoinvestment.com

C) Company Contact (if different from Section B above):

Name: _____

Title: _____

Address: _____

Phone: _____ Fax: _____

E-Mail: _____

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

D) Company Counsel:Name of Attorney: Ysabel Metais-TilloyFirm Name: ACO Investment GroupAddress: 1185 Avenue of the Americas, 3rd Floor, New York 13601Phone: +1.212.683.0400 Fax: _____E-mail: ysabel.mt@acoinvestment.com**E) Identify the assistance being requested of the Agency (select all that apply):**

1. Exemption from Sales Tax Yes or No
 2. Exemption from Mortgage Tax Yes or No
 3. Exemption from Real Property Tax Yes or No
 4. Tax Exempt Financing * Yes or No

* (typically for not-for-profits and qualified small manufacturers)

F) Applicant Business Information (check appropriate category):Corporation Partnership Public Corporation Joint Venture Sole Proprietorship Limited Liability Company

Other (please specify) _____

Year Established: 2016State in which Organization is established: Delaware**G) List all Applicant stockholders, members, or partners with % of ownership greater than 20%:**

<u>Name</u>	<u>% of ownership</u>
Please see Appendix	
_____	_____
_____	_____
_____	_____

H) Applicant Business Description:Describe in detail company background, products, customers, goods and services. Description is critical in determining eligibility: Enterprise Resource Planning Software, Power Systems Monitoring SoftwareManufacturing of IoT sensors for monitoring residential power grids, manufacture of IoT sensors for high voltage, medium voltage, low voltage transmission & distribution lines, CCTV camerastelco base stations, routers and switches, own and operate data centers.

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Estimated % of sales within Jefferson County : 5%

Estimated % of sales outside Jefferson County, but within New York State: 40%

Estimated % of sales outside New York State but within the U.S.: 20%

Estimated % of sales outside the U.S. 35%

(*Percentage to equal 100%)

I) What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Jefferson County. Include list of vendors, raw material suppliers and percentages for each. Provide supporting documentation including estimated percentage of local purchases.

We expect 5% local procurement for chipsets and cases for the sensors. For data centers, expect 30% local procurement, but for the IoT sensors, most of the DSP's and high performance chips

we might need to procure from NY state manufacturers or from other parts of the US

Section II: Project Description & Details

A) Project Location:

List your current operation(s) locations in Jefferson County:

None but looking to move to Watertown Airport Business Park

List your current operation(s) locations in New York State:

Headquarters in New York City

List the Proposed Project location(s) : Watertown Airport Business Park

Provide the Property Address of the proposed Project:

16904 Route 12F, Dexter, NY 13634

Will the completion of the Project result in the removal, or reduction of an industrial or manufacturing plant of the Applicant from: one area of New York State to Jefferson County; or within Jefferson County?

Yes or No

If Yes, please provide details _____

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant located within New York State?

Yes or No

If Yes, please provide details _____

Will the Proposed Project affect Applicant's current operations within Jefferson County to be closed or be subjected to reduced activity?

Yes or No

If Yes, please provide details _____

If Yes to any of the above three (3) questions, Applicant must complete Section II (Q) and Section IV of this Application.

Will the completion of the Project result in the abandonment, removal, or reduction of an industrial or manufacturing plant of a closely aligned competitor from one area of New York State or Jefferson County?

Yes or No

If Yes, please provide details _____

SBL Number for Property upon which proposed Project will be located: _____

What are the current real estate taxes on the proposed Project Site? _____

If amount of current taxes is not available, provide assessed value for each:

Land: \$ _____ Buildings(s): \$ _____

** *If available please include a copy of current tax bill.*

Are Real Property Taxes current? Yes or No. If no, please explain _____

Town/City/Village: Hounsfield School District: General Brown

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Does the Applicant or any related entity currently hold fee title to the Project site? Yes or No

If No, indicate name of present owner of the Project Site: Jefferson County Industrial Development Authority (JCIDA)

Does Applicant or related entity have an option/contract to purchase the Project site? Yes or No

B) Please provide narrative of project and the purpose of the project (new build, renovations, and/or equipment purchases). Identify specific uses occurring within the project. Describe any and all tenants and any/all end users: (This information is critical in determining project eligibility): _____

Please see business plan. The project seeks to develop data centers, manufacture IoT sensors for power systems monitoring, develop ERP software for businesses, payment gateway solutions

whereby the softwater targets initially SME's and power companies. The company seeks to establish its headquarters including the manufacturing facility for the sensors, base stations for telecom

Describe the reasons why the Agency's Financial Assistance is necessary, and the effect the Project will have on the Applicant's business or operations. Focus on competitiveness issues, project shortfalls, etc... Your eligibility determination will be based in part on your answer (attach additional pages if necessary): _____

The manufacturing costs in Asia especially China are very low. We need all incentives to be able to manufacture with very competitive prices. We face competitors who are supported by Chinese Govt and in order to get our manufacturing costs down, we require these incentives

Please confirm by checking the box, below, if there is a strong possibility that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes or No

If Yes, please provide details: All of our competitors receive significant amount of subsidies and tax breaks.

It will be impossible for us to setup this manufacturing facility without assistance. Chinese panel manufacturers are subsidized by state, receive zero interest loans, free land, tax breaks and in many cases loan forgiveness.

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency: _____

N/A Project cannot work if Agency does not provide incentives.

This project can create 4,555 jobs in 10 years, provides for manufacturing of the next generation smart grid sensors which are required if more renewables are to be added to the grid. The company is also seeking

to build data centers that utilize quantum computing in 5 years, manufacture base stations for telco companies.

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant? _____

Applicant will not pursue this project if financial assistance is not provided

C) Will Project include leasing any equipment Yes or No

If Yes, please describe: _____

D) Site Characteristics:

Describe the present use of the proposed Project site: Unused and empty land

Will the Project meet zoning/land use requirements at the proposed location? Yes or No

If Yes, please provide local zoning reference that applies: _____

Describe the present zoning/land use: Multi-use

Describe required zoning/land use, if different: _____

If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements: _____

Is the proposed project located on a site where the known or potential presence of contaminants is complicating the development/use of the property? If yes, please explain: _____

N/A

Have site plans been submitted to the appropriate planning department?

Yes or No

** If yes, please provide the Agency with a copy of the related State Environmental Quality Review Act ("SEQR") Environmental Assessment Form that may have been required to be submitted along with the site plan application to the appropriate planning department. Please provide the Agency

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

with the status with respect to any required planning department approval: _____

Site currently has sub-division approval as a business park by the town planning board

Has the Project received site plan approval from the planning department? Yes or No.

If Yes, please provide the Agency with a copy of the planning department approval along with the related SEQR determination.

E) Has a Phase I Environmental Assessment been prepared, or will one be prepared with respect to the proposed project site? Yes or No If yes, please provide a copy.

F) Have any other studies or assessments been undertaken with respect to the proposed project site that indicate the known or suspected presence of contamination that would complicate the site's development?

Yes or No. If yes, please provide copies of the study

G) Provide any additional information or details: _____

H) Select Project Type for all end users at project site (you may check more than one):

** Please check any and all end users as identified below.

** Will customers personally visit the Project site for either of the following economic activities? If yes with respect to either economic activity indicated below, complete the Retail Questionnaire contained in Section IV of the Application.

Retail Sales: Yes or No

Services: Yes or No

For purposes of this question, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- | | | | |
|----------------------------------|-------------------------------------|---------------------------------|--------------------------|
| Industrial | <input checked="" type="checkbox"/> | Back Office | <input type="checkbox"/> |
| Acquisition of Existing Facility | <input type="checkbox"/> | Retail | <input type="checkbox"/> |
| Housing | <input type="checkbox"/> | Mixed Use | <input type="checkbox"/> |
| Equipment Purchase | <input type="checkbox"/> | Facility for Aging | <input type="checkbox"/> |
| Multi-Tenant | <input type="checkbox"/> | Civic Facility (not for profit) | <input type="checkbox"/> |
| Commercial | <input type="checkbox"/> | Other _____ | <input type="checkbox"/> |

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

I) Project Information:

Estimated costs in connection with Project:

1. Land and/or Building Acquisition:	\$ <u>0</u>	\$54 million for data centers \$30 million for office
<u>12.5</u> acres _____ square feet		
2. New Building Construction: <u>300,000</u> square feet	\$ <u>30,000,000</u>	+ 54,000,000 = \$81,000,000
3. New Building Addition(s): _____ square feet	\$ _____	
4. Infrastructure Work	\$ <u>1,000,000</u>	
5. Reconstruction/Renovation: _____ square feet	\$ _____	
6. Manufacturing Equipment:	\$ <u>140,000,000</u>	
7. Non-Manufacturing Equipment (furniture, fixtures, etc.):	\$ <u>5,000,000</u>	
8. Soft Costs: (professional services, etc.):	\$ <u>1,000,000</u>	
9. Other, Specify: <u>Contingency</u>	\$ <u>10,000,000</u>	

TOTAL Capital Costs: \$ 241,000,000

Project refinancing; estimated amount
(for refinancing of existing debt only)

\$ _____

Sources of Funds for Project Costs:

Bank Financing:	\$ <u>168,700,000</u>
Equity (excluding equity that is attributed to grants/tax credits)	\$ <u>72,300,000</u>
Tax Exempt Bond Issuance (if applicable)	\$ _____
Taxable Bond Issuance (if applicable)	\$ _____
Public Sources (Include sum total of all state and federal grants and tax credits)	\$ _____

Identify each state and federal grant/credit:

<u>Excelsior Job Credits</u>	\$ <u>45,186,000</u>
<u>Excelsior Investment Tax Credits</u>	\$ <u>4,814,000</u>
_____	\$ _____
_____	\$ _____

Total Sources of Funds for Project Costs: \$ 241,000,000

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Have any of the above costs been paid or incurred as of the date of this Application? Yes or No

If Yes, describe particulars: _____

Mortgage Recording Tax Exemption Benefit: Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ _____

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage Amount as indicated above multiplied by __%): \$ _____

Construction Cost Breakdown:

Total Cost of Construction \$ 241,000,000 (sum of 2,3,4,5, and/or 7 in Question I, above)

Cost for materials: \$ 192,800,000
 % sourced in Jefferson County: 30 %
 % sourced in New York State 75 % (including Jefferson County)
 List major material suppliers if known _____

Cost for labor: \$ 20 per hour
 Expected Full-Time Equivalent Jobs during construction 100
 Expected Total Labor Hours during construction 64,000
 List major subcontractors, if known _____

Sales and Use Tax: Gross amount of costs for goods and services that are subject to State and local Sales and Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ 96,400,000

Estimated State and local Sales and Use Tax Benefit (product of 8 % multiplied by the figure, above):

\$ 7,712,000

*** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.*

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Real Property Tax Benefit:

Identify and describe if the Project will utilize a real property tax exemption benefit OTHER THAN the Agency's PILOT benefit: None

JCIDA PILOT Benefit: Agency staff will indicate the amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in Section II(I) of the Application.

Percentage of Project Costs financed from Public Sector sources: Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above in Section II(I) of the Application.

J) For the proposed facility, please indicate the square footage for each of the uses outlined below:

*If company is paying for FFE for tenants, please include in cost breakdown

	Square Footage	Cost	% of Total Cost of Project
Manufacturing/Processing	100,000	\$10,000,000	39.2%
Warehouse	10,000	\$1,000,000	3.9%
Research & Development	100,000	\$10,000,000	39.2%
Commercial	0	0	0
Retail (see section K)	0	0	0
Office	40,000	\$4,000,000	15.7%
Specify Other Parking, Utilities	50,000	\$500,000	1.97%

K) What is your project timetable (Provide dates):

1. Start date: acquisition of equipment or construction of facilities: September 2021

2. Estimated completion date of project: September 2030

3. Project occupancy – estimated starting date of operations: December 2021

4. Have construction contracts been signed? Yes or No

5. Has Financing been finalized? Yes or No

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

****** *If constructions contracts have been signed, please provide copies of executed construction contracts and a complete project budget. The complete project budget should include all related construction costs totaling the amount of the new building construction, and/or new building addition(s), and/or renovation.*

L) Is the proposed Project necessary to expand Applicant employment: Yes or No

Is the proposed Project necessary to retain existing employment: Yes or No

M) Employment Plan (Specific to the proposed project location):

	Current # of jobs at proposed project location or to be relocated at project location	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon TWO Years after Project completion	Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon TWO Years after Project Completion **
Full time (FTE)	0	0	320	160
Part Time (PTE)	0	0	0	0
Total ***	0	0	320	160

****** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Market Area, in the fourth column. The Labor Market Area includes Jefferson County as well as the following Areas:
 Jefferson County, Lewis County, Fort Drum

******* By statute, Agency staff must project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Agency staff will project such jobs over the TWO-Year time period following Project completion. Agency staff converts PTE jobs into FTE jobs by dividing the number of PTE jobs by two (2). A FTE job is one that works the equivalent of a 40-hour week for 48 weeks. A PTE job is one that works the equivalent of a 20-hour week for 24 weeks.

Note: 4,555 FTE jobs are created in 10 years by 2030.

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Salary and Fringe Benefits for Jobs to be Retained and Created:

based on company success, profitability

Category of Jobs to be Retained and Created	Average Salary or Range of Salary	Average Fringe Benefits or Range of Fringe Benefits
Management	\$300,000	\$50,000
Professional	\$100,000	\$30,000
Administrative	\$50,000	\$5,000
Production	\$48,000	\$5,000
Other	\$35,000	\$3,000

Employment at other locations in County/City/Town/Village: (provide address and number of employees at each location):

	Address	Address	Address
Full time	Watertown Business Park		
Part Time	Watertown Business Park		
Total	Watertown Business Park		

N) Will any of the facilities described above be closed or subject to reduced activity? Yes or No

*** If any of the facilities described above are located within the State of New York, and you answered Yes to the question, above, you must complete Section IV of this Application.*

*** Please note that the Agency may utilize the foregoing employment projections, among other items, to determine the Financial Assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.*

O) Is the proposed Project reasonably necessary to prevent the Applicant from moving out of New York State? Yes or No. Out of Jefferson County? Yes or No.

If yes, please explain and identify the other locations being investigated, type of assistance offered and provide supporting documentation if available: States like Florida, Texas, Ohio offering attractive incentives

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

P) What competitive factors led you to inquire about sites outside of Jefferson County or New York State? _____

Low cost of power, Labor from Fort Drum and Jefferson County, Logistics for domestic and international
Land for data centers in a cold area where the power consumption is reduced

Q) Have you contacted or been contacted by other Local, State and/or Federal Economic Development Agencies? Yes or No.

Have you applied, or intend to apply for additional Grant Funding, or tax incentives? Yes or No.

If yes, please identify which agencies and what other Local, State and/or Federal assistance and the assistance sought and dollar amount that is anticipated to be received: Empire State Development

We have received grant approvals from ESD for Excelsion Job Credits \$45,186,000 and Excelsior ITC \$4,814,000

Section III Retail Questionnaire

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A. Will any portion of the Project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Yes or No. If the answer is yes, please continue. If no, proceed to section V

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? 0 %. **If the answer is less than 33% do not complete the remainder of the retail determination and proceed to section V.**

If the answer to A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:

1. Will the Project be operated by a not-for-profit corporation Yes or No.

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

2. Is the Project location or facility likely to attract a significant number of visitors from outside the economic development region (list specific County or ED region) in which the project will be located?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the municipality within which the proposed Project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

4. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes or No.

If yes, explain These are permanent jobs being created in New York in the software sector. This sector is new, these jobs dont exist today and we are creating this project to create new monitoring systems and sensors for the power sector and ERP for SME's

5. Is the Project located in a Highly Distressed Area? Yes or No

Section IV Inter-Municipal Move Determination

The Agency is required by State law to make a determination that, if completion of a Project benefiting from Agency Financial Assistance results in the removal of an industrial or manufacturing plant of the Applicant from one area of New York State to another area of the State; or in the abandonment of one or more plants or facilities of the Applicant located within the New York State , Agency Financial Assistance is required to prevent the Applicant from relocating out of the New York State, or is reasonably necessary to preserve the Applicant's competitive position in its respective industry.

Explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of New York State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry: N/A

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

DIGI PILOT PROFORMAS

2/2/2021

UTEP

20000 Sq. Ft. Building Estimated Assessed Value \$70,000,000

Enter	Rates
Tax Rates / M	21.155598
County	8.101679
Town - Houndsfoeld	1.879463
School - General Brown	11.174456

	Full Taxation	Exempt	Pay	Net Taxes
Year 1	1,480,892	100%	0%	0
Year 2	1,480,892	100%	0%	0
Year 3	1,480,892	100%	0%	0
Year 4	1,480,892	100%	0%	0
Year 5	1,480,892	100%	0%	0
Year 6	1,480,892	75%	25%	370,223
Year 7	1,480,892	75%	25%	370,223
Year 8	1,480,892	75%	25%	370,223
Year 9	1,480,892	75%	25%	370,223
Year 10	1,480,892	75%	25%	370,223
Year 11	1,480,892	50%	50%	740,446
Year 12	1,480,892	50%	50%	740,446
Year 13	1,480,892	50%	50%	740,446
Year 14	1,480,892	50%	50%	740,446
Year 15	1,480,892	50%	50%	740,446
Year 16	1,480,892	25%	75%	1,110,669
Year 17	1,480,892	25%	75%	1,110,669
Year 18	1,480,892	25%	75%	1,110,669
Year 19	1,480,892	25%	75%	1,110,669
Year 20	1,480,892	25%	75%	1,110,669
Total	29,617,837			11,106,689

Full Taxation	29,617,837
PILOT Payments	11,106,689
% Paid	38%
Savings	18,511,148

Section V: Estimate of Real Property Tax Abatement Benefits and Percentage of Project Costs financed from Public Sector sources

**** Section V of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.**

** see attachment* 

PILOT Estimate Table Worksheet

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate (Town/City/Village)/1000	School Tax Rate/1000

*Apply equalization rate to value

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
TOTAL							

***Estimates provided are based on current property tax rates and assessment values**

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

Percentage of Project Costs financed from Public Sector Table Worksheet:

Total Project Cost	Estimated Value of PILOT	Estimated Value of Sales Tax Incentive	Estimated Value of Mortgage Tax Incentive	Total of Other Public Incentives (Tax Credits, Grants, ESD Incentives, etc.)

Calculate %

(Est. PILOT + Est. Sales Tax+ Est. Mortgage Tax+ Other)/Total Project Costs: _____%

JCIDA will also complete a Cost-Benefit analysis using information contained within this Application, and available to the Public.

Section VI Representations, Certifications and Indemnification

**** This Section of the Application can only be completed upon the Applicant receiving, and must be completed after the Applicant receives, JCIDA Staff confirmation that Section I through Section V of the Application are complete.**

Hari Achuthan (name of CEO or other authorized representative of Applicant) confirms and says that he/she is the Chairman (title) of DigiCollect LLC (name of corporation or other entity) named in the attached Application (the "Applicant"), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

- A. Job Listings: In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
- B. First Consideration for Employment: In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.

- C. Annual Sales Tax Filings: In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant. Copies of all filings shall be provided to the Agency.
- D. Employment Reports: The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, "Employment Reports") that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
- E. The Applicant acknowledges that certain environmental representations will be required at closing. The Applicant shall provide with this Representation, Certification and Indemnification Form copies of any known environmental reports, including any existing Phase I Environmental Site Assessment Report(s) and/or Phase II Environmental Investigations. The Agency may require the Company and/or owner of the premises to prepare and submit an environmental assessment and audit report, including but not necessarily limited to, a Phase I Environmental Site Assessment Report and a Phase II Environmental Investigation, with respect to the Premises at the sole cost and expense of the owner and/or the Applicant. All environmental assessment and audit reports shall be completed in accordance with ASTM Standard Practice E1527-05, and shall be conformed over to the Agency so that the Agency is authorized to use and rely on the reports. The Agency, however, does not adopt, ratify, confirm or assume any representation made within reports required herein.
- F. The Applicant and/or the owner, and their successors and assigns, hereby release, defend and indemnify the Agency from any and all suits, causes of action, litigations, damages, losses, liabilities, obligations, penalties, claims, demands, judgments, costs, disbursements, fees or expenses of any kind or nature whatsoever (including, without limitation, attorneys', consultants' and experts' fees) which may at any time be imposed upon, incurred by or asserted or awarded against the Agency, resulting from or arising out of any inquiries and/or environmental assessments, investigations and audits performed on behalf of the Applicant and/or the owner pursuant hereto, including the scope, level of detail, contents or accuracy of any environmental assessment, audit, inspection or investigation report completed hereunder

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

and/or the selection of the environmental consultant, engineer or other qualified person to perform such assessments, investigations, and audits.

- G. **Hold Harmless Provision:** The Applicant acknowledges and agrees that the Applicant shall be and is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency's costs of general counsel and/or the Agency's bond/transaction counsel whether or not the Application, the proposed Project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency harmless from and against any and all liability arising from or expense incurred by: (i) the Agency's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (ii) the Agency's acquisition, construction and/or installation of the proposed Project described herein; and (iii) any further action taken by the Agency with respect to the proposed Project including, without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency, any mortgage recording tax exemption claimed by the Applicant and approved by the Agency, and/or any real property tax abatement claimed by the Applicant and approved by the Agency, in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be established by the Agency and set forth in transaction documents to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of the New York State and local sales and use tax exemption benefit, the amount of the mortgage recording tax exemption benefit, and the amount of the real property tax abatement, if and as applicable, to the best of the Applicant's knowledge, is true, accurate and complete.
- H. This obligation includes an obligation to submit an Agency Fee Payment to the Agency in accordance with the Agency Fee policy effective as of the date of this Application
- I. By executing and submitting this Application, the Applicant covenants and agrees to pay the following fees to the Agency and the Agency's general counsel and/or the Agency's bond/transaction counsel, the same to be paid at the times indicated:
- (i) a non-refundable \$2500 application and publication fee (the "Application Fee");
 - (ii) a \$ 0 expense deposit for the Agency's Counsel Fee Deposit. .
 - (iii) Unless otherwise agreed to by the Agency, an amount equal to 0 percent (%) of the total project costs.
 - (iv) All fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel and/or the Agency's bond/transaction

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

counsel, thus note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's general counsel and the Agency's bond/transaction counsel; and (2) other consultants retained by the Agency in connection with the proposed project, with all such charges to be paid by the Applicant at the closing.

- J. If the Applicant fails to conclude or consummate the necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable proper or requested action, or withdraws, abandons, cancels, or neglects the Application, or if the Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon the presentation of an invoice, Applicant shall pay to the Agency, its agents, or assigns all actual costs incurred by the Agency in furtherance of the Application, up to that date and time, including but not necessarily limited to, fees of the Agency's general counsel and/or the Agency's bond/transaction counsel.
- K. The Applicant acknowledges and agrees that all payment liabilities to the Agency and the Agency's general counsel and/or the Agency's bond and/or transaction counsel as expressed in Sections H and I are obligations that are not dependent on final documentation of the transaction contemplated by this Application.
- L. The cost incurred by the Agency and paid by the Applicant, the Agency's general counsel and/or bond/transaction counsel fees and the processing fees, may be considered as a cost of the Project and included in the financing of costs of the proposed Project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.
- M. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
- N. The Applicant acknowledges that it has been provided with a copy of the Agency's Policy for Termination of Agency Benefits and Recapture of Agency Benefits Previously Granted (the "Termination and Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Termination and Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Termination and Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
- O. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018

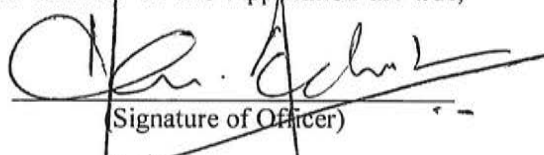
determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

- P. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- Q. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- R. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.
- S. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

STATE OF NEW YORK)
COUNTY OF JEFFERSON) ss.:

Hari Achuthan, being first duly sworn, deposes and says:

- 1. That I am the Chairman & CEO (Corporate Office) of DigiCollect LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
- 2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.


(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
this 2nd day of February, 2021.

Peggy Sampson
(Notary Public)

PEGGY SAMPSON
Notary Public, State of New York
Qualified in Jefferson County
No. 01566195506
Commission Expires 02-09-24

Revised Date: _____, Revision #: _____

Document Date: 11/1/2018