

**SECOND AMENDATORY RESOLUTION OF THE
WYOMING COUNTY INDUSTRIAL DEVELOPMENT
AGENCY RELATING TO THE ALLE-CATT WIND ENERGY
PROJECT.**

WHEREAS, the Wyoming County Industrial Development Agency (the “Agency”) is authorized under the laws of the State of New York, and in particular the New York State Industrial Development Agency Act, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended, and Section 901-b of the General Municipal Law, as amended (collectively, the “Act”), to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial and research facilities and thereby advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and to improve their prosperity and standard of living; and

WHEREAS, on September 10, 2020, the Agency adopted an inducement resolution (the “Inducement Resolution”) with respect to a project (the “Project”) consisting of the construction of a 76+/- megawatt (MW) AC wind turbine electric generating facility comprised of up to thirteen (13) wind turbines, electrical substation improvements and associated appurtenances, equipment and improvements, and conveyance of the Project pursuant to a lease of the Project to Alle-Catt Wind Energy, LLC (the “Company”), such Project to be located at up to twenty-eight (28) parcels of real property in the Town of Arcade, New York; and

WHEREAS, on October 10, 2024, the Agency adopted an amendatory resolution (the “Amendatory Resolution”) with respect to the Project, which modified the financial assistance for the Project to include: (i) an exemption from sales and use taxes for building materials and machinery, equipment, fixtures and furnishings purchased for incorporation into or use at the Project location having a total cost not to exceed \$16,432,913.54; (ii) an exemption from mortgage recording taxes for one or more mortgages having a principal amount not to exceed \$159,069,832.00; and (iii) real property tax abatement pursuant to a customized, non-standard payment in lieu of tax agreement, the annual payments under which will be calculated with reference to the per megawatt (MW) AC capacity of the Project (collectively, the “Financial Assistance”); and

WHEREAS, Section 2 of the Amendatory Resolution provides that the modifications to the Project as described in the Amendatory Resolution were expressly conditioned upon the Company executing and delivering the Agency’s standard Project Agreement, and paying 20% of the Agency’s administrative fee and 20% of the Agency’s legal counsel fee upon execution of the Project Agreement no later than thirty (30) days following the adoption of Amendatory Resolution, and

WHEREAS, in the event the Company did not enter into a Project Agreement and pay the requisite fees upon execution of the Project Agreement, the Amendatory Resolution would be deemed automatically null and void without any further action of the Board; and

WHEREAS, more than thirty (30) days have passed since the adoption of the Amendatory

Resolution and to date, the Company has not executed and delivered an executed Project Agreement to the Agency and paid the requisite fees to the Agency and Agency's counsel as required; and

WHEREAS, the Agency wishes to extend the time for the Company to execute and deliver the Project Agreement and pay the requisite fees to the Agency and its counsel in order to facilitate the closing of the sales tax exemption portion of the Project.

NOW, THEREFORE, THE WYOMING COUNTY INDUSTRIAL DEVELOPMENT AGENCY HEREBY RESOLVES AS FOLLOWS:

1. The Agency hereby amends the Amendatory Resolution to extend the time for the Company to execute and deliver the Project Agreement and pay the requisite fees of the Agency and Agency's counsel to November 22, 2024. In the event the Company does not enter into a Project Agreement, pay the requisite fees and provide required proof of insurance by November 22, 2024, this resolution shall be deemed automatically null and void without any further action of the Board.
2. Except as amended by this Second Amendatory Resolution, the terms of the Inducement Resolution and Amendatory Resolution are unchanged and remain in full force and effect.
3. This Second Amendatory Resolution shall take effect immediately.

DATED: November 14, 2024