

**Annual Project Review  
Renmatix, Inc. Facility**

Date: September 15, 2023

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York on September 15, 2023, the following members of the Agency were:

**Members Present:** David Grow, Ferris Betrus, Mary Faith Messenger, Mike Fitzgerald, , Kirk Hinman, Steve Zogby.

**Members Present – WebEx:** Gene Quadraro

**EDGE Staff Present:** Shawna Papale, Maureen Carney, Tim Fitzgerald, Laura Cohen, Mark Kaucher, Hannah Phillips, Bill Van Shufflin.

**Other Attendees:** Jenna Peppinelli and Mark Levitt, Levitt & Gordon; Rome Mayor Jackie Izzo, Shaun Kaleta, Oneida County; Jennifer Miller and Mark Schweiker, Renmatix, Inc.

**Other Attendees – WebEx:** Laura Ruberto, Bond, Schoeneck & King; Paige Beyer and Jeff Davis, Barclay Damon LLP; Joe Tassone, Above Grid Rome, LLC; Dan Huntington, BW Solar Holding Inc., Robert Ryan, Harris Beach PLLC; Matt Wells, Bond, Schoeneck & King; Gareth McDonald; Hamza Khalil; Ari Goldberg.

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to continue the annual project review relating to the Renmatix, Inc. Facility and consider and take action as may be determined.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

David Grow voting aye;  
Mike Fitzgerald voting aye;  
Ferris Betrus voting aye;  
Kirk Hinman voting aye;  
Mary Faith Messenger voting aye;  
Gene Quadraro voting aye;  
Steve Zogby voting aye.

RESOLUTION RELATING TO THE ANNUAL REVIEW OF THE RENMATIX, INC. PROJECT, MAKING DETERMINATIONS AND AUTHORIZING CERTAIN ACTION.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 1030 of the Laws of 1969 of the State of New York (collectively, the "Act"), the Oneida County Industrial Development Agency (the "Agency") was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Agency provides financial assistance to Renmatix, Inc. (the "Company"), consisting of exemptions from real property tax, mortgage recording tax and sales tax (the "Financial Assistance") in connection with a project (the "Project") consisting of the following: (a) the acquisition of an existing 61,000± square foot manufacturing facility (the "Improvements") situated on a 18.67± acre parcel of land at 679 Ellsworth Road, City of Rome, Oneida County, New York (the "Land"), (b) renovations to the Improvements, and (c) the acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the manufacturing of cellulosic sugars to be used for renewable chemicals and biofuels (the Land, the Improvements and the Equipment referred to collectively as the "Facility"); and

WHEREAS, the Agency conditioned the Financial Assistance upon the Company creating and maintaining certain employment at the Facility (the "Employment Obligation"), as that term is defined in the Job Creation and Recapture Agreement dated June 1, 2015 (the "Recapture Agreement"); and

WHEREAS, under the Act, the Agency is obligated to evaluate on at least an annual basis whether recipients of its financial assistance are achieving the investment, job retention or creation, or other objectives of the project indicated in the project application and report to New York State that it is taking appropriate action when those objectives are not being met; and

WHEREAS, the Agency sent written notice to the Company advising that, based on the information provided by the Company in its 2022 Annual Employment Report, the Company is not achieving the Employment Obligation and invited the Company to appear before the Agency and present relevant reasons before it makes a final determination of appropriate action; and

WHEREAS, representatives of the Company attended the meeting and presented information to the board; and

WHEREAS, after taking such presentation under consideration, the members of the Agency wish to make a final determination of appropriate action relating to the Financial Assistance.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby determines the appropriate action is to (a) terminate on December 31, 2024 the First Amended and Restated Lease Agreement dated as of June 1, 2015 (the "First Amended Lease") ; (b) terminate the First Amended and Restated PILOT Agreement dated as of June 1, 2015 (the "PILOT Agreement") at the conclusion of the Ninth Exemption Year; and (c) convey to the Company fee title to the Facility in accordance with the First Amended Lease. The PILOT Payments to the City and County for fiscal years ending December 31, 2024 and the School District for fiscal year ending June 30, 2024 will be the final PILOT Payments.

Section 2. The Agency hereby authorizes the Chairman and the Executive Director to work with Agency Counsel to take all steps necessary to implement the actions described in Section 1, including providing written notice to the City of Rome Assessor and all affected tax jurisdictions of the early termination of the PILOT Agreement.

Section 3. This Resolution shall take effect immediately.

STATE OF NEW YORK )

: ss.:

COUNTY OF ONEIDA )

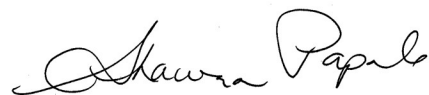
I, the undersigned Secretary of the Oneida County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Oneida County Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on September 15, 2023 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of September 15, 2023.

ONEIDA COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY



By: \_\_\_\_\_  
Shawna M. Papale, Secretary