Date: October 21, 2026

At a meeting of the Town of Brookhaven Industrial Development Agency (the "**Agency**"), held at the offices of the Agency, 1 Independence Hill, 2nd Floor, Farmingville, New York 11738 on the 21st day of October, 2026, the following members of the Agency were:

Present: Frederick C. Braun III, Chairman
Martin Callahan, Vice Chair
Ann-Marie Scheidt, Secretary
Frank C. Trotta, Asst. Treasurer (via Zoom)
John Rose, Asst. Secretary
Vincent Bonacasa, Member

Recused:

Excused: Mitchell H. Pally, Treasurer

Also Present: Lisa M.G. Mulligan, Chief Executive Officer
Lori LaPonte, Chief Financial Officer
Jocelyn Linse, Executive Assistant
Courtney Corcione, Operations Assistant
Annette Eaderesto, Esq., Counsel to the Agency
Barry Carrigan, Esq., Transaction Counsel
Howard Gross, Esq., Transaction Counsel (via Zoom)
Andrew Komaromi, Transaction Counsel

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the restructuring of the corporate ownership of the Company in connection with a certain industrial development facility more particularly described below (Sunrise Wind, LLC 2023 Facility).

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

Voting Aye	Voting Nay
Braun	
Callahan	
Scheidt	
Trotta	
Rose	
Bonacasa	

RESOLUTION OF THE TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY CONSENTING TO A REORGANIZATION OF THE CORPORATE OWNERSHIP OF SUNRISE WIND LLC AND THE CONTINUED LEASING OF THE FACILITY TO SUNRISE WIND LLC.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 358 of the Laws of 1970 of the State of New York, as may be amended from time to time (collectively, the "**Act**"), the Town of Brookhaven 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 previously assisted Sunrise Wind, LLC, a limited liability company duly organized and validly existing under the laws of the State of Delaware and authorized to transact business in the State of New York (the "**Company**") with acquisition, constructing and equipping of an offshore and onshore electricity transmission cable (the "**Transmission Cable**") to be located on land covered by easements, licenses, leases, right of way, permits or other access agreements to be granted from the State of New York, municipalities or other governmental agencies and other fee owners (collectively, the "**Right of Way**") and designed to deliver the power generated by the Sunrise Wind Farm, an offshore renewable energy generation facility (with the capacity to produce approximately 924 MW), consisting of: (i) up to 6.2 miles (320 kV) of Direct Current ("**DC**") Submarine Export Cable from the New York State Territorial Waters Boundary located approximately 3.0 nautical miles offshore from Fire Island located on a Right of Way granted from the State of New York, then to the eastern portion of Smith Point County Park on Fire Island; (ii) then up to 1,575 feet onshore and underground where the Transmission Cable will be spliced together at the transition joint bay ("**TJB**") located underground in a concrete vault within the parking lot for Smith Point County Park; (iii) the TJB will be constructed by the Company located on a Right of Way granted by Suffolk County; from the TJB the Transmission Cable will be approximately (320 kV) DC and will run underground parallel to Fire Island Beach Road within the paved Smith Point County Park parking lot on a Right of Way granted by Suffolk County, approximately 2,000 feet west, crossing under the William Floyd Parkway to a recreational area located west of the William Floyd Parkway, located on an Right of Way granted by Suffolk County; (iv) then the Transmission Cable will travel underwater across the intercoastal waterway ("**ICW**") in a Right of Way granted by the Town of Brookhaven, in a northwest direction via a Horizontal Directional Drill approximately 0.5 miles in length to a paved parking lot within the Smith Point Marina along East Concourse Drive, (v) then the Transmission Cable will travel north approximately 800 feet underground pursuant to a Right of Way granted by Suffolk County, then underground east approximately 550 feet following East Concourse Drive pursuant to a Right of Way granted by the Town of Brookhaven, (vi) then underground north approximately 3.6 miles along William Floyd Parkway, located on a Right of Way granted by Suffolk County, to the intersection with Surrey Circle; (vii) then the Transmission Cable will be routed underground along Surrey Circle, pursuant to a Right of Way granted by the Town of Brookhaven, for an approximately 0.1 miles and will continue north along Church Road, pursuant to private easements and/or Right of Ways granted by the Town of Brookhaven, crossing under the Long Island Rail Road ("**LIRR**") to Mastic Boulevard pursuant to a Right of Way by the

Metropolitan Transportation Authority ("**MTA**"), (viii) then underground west along Mastic Boulevard, pursuant to a Right of Way granted by the Town of Brookhaven, approximately 0.2 miles to the intersection with Francine Place, pursuant to a Right of Way granted by the Town of Brookhaven, and underground and north on Francine Place for approximately 0.1 miles to the intersection of Montauk Highway, pursuant to a Right of Way granted by Suffolk County; (ix) then the Transmission Cable will cross under the Montauk Highway to Revilo Avenue, pursuant to a Right of Way granted by the Town of Brookhaven, and continuing underground north along Revilo Avenue for approximately 0.07 miles to the work area for the Sunrise Highway Crossing; (x) then the Transmission Cable will cross under Sunrise Highway, pursuant to a Right of Way granted by the New York State Department of Transportation ("**NYS DOT**"), to Revilo Avenue, continuing underground north to the intersection of Victory Avenue, pursuant to a Right of Way granted by the Town of Brookhaven and then continue west on Victory Avenue, pursuant to a Right of Way granted by Suffolk County, continuing underground, crossing under the Carmans River, approximately 2.1 miles to Horseblock Road; (xi) then the Transmission Cable will continue underground northwest along Horseblock Road, pursuant to a Right of Way granted by Suffolk County, for approximately 3.2 miles before turning north along Columbus Avenue, pursuant to Right of Ways and/or Easements granted by the Town of Brookhaven and the Long Island Power Authority for 100 feet, then under the LIRR pursuant to a Right of Way by the MTA to Horseblock Road North Ramp 80 feet and continuing underground northwest along Horseblock Road North Ramp 190 feet, and then continuing underground along North Horseblock Road 1,400 feet; (xii) then the Transmission Cable will be routed west underground along the Long Island Expressway ("**LIE**") South Service Road, pursuant to a Right of Way granted by the NYS DOT, for approximately 4.1 miles and continue on Waverly Avenue pursuant to a Right of Way granted by the Town of Brookhaven where it will turn south for approximately 0.4 miles to Long Island Avenue pursuant to a Right of Way granted by the Town of Brookhaven; and (xiii) the Transmission Cable will then follow Long Island Avenue west, pursuant to a Right of Way granted by the Town of Brookhaven, to Union Avenue to three (3) new buildings, totaling approximately 55,000 square feet to be constructed by the Company, comprising the Onshore Converter Station located on a 7.1 acre parcel; (collectively, the Transmission Cable will contain a total of approximately 17.5 miles (320 kV)) and up to 1.0 mile (138 kV) of Alternating Current (AC) onshore interconnection cable connecting to the Existing Holbrook Substation which is owned and operated by the Long Island Power Authority (the Company's rights in the Right of Way, collectively, the "**Land**"; and the Company's rights in the personal property and equipment, collectively, the "**Equipment**"; and the Company's rights in the fixtures and improvements to real property, collectively, the "**Improvements**"; and, collectively, the Land, Equipment and the Improvements, the "**Facility**"), which Facility is to be leased and subleased by the Agency to the Company for use in supplying power to the New York State's existing electrical grid and will support off-shore wind and energy goals established by New York State (the "**Project**"); and

WHEREAS, the Company previously leased the Facility to the Agency pursuant to a Company Lease Agreement, dated as of July 1, 2023 (the "**Company Lease**"), between the Company and the Agency; and

WHEREAS, the Agency is currently subleasing and leasing the Facility to the Company pursuant to a Lease and Project Agreement, dated as of July 1, 2023 (the "**Lease Agreement**"), between the Agency and the Company; and

WHEREAS, the Agency previously acquired title to the Equipment pursuant to a certain Bill of Sale, dated July 21, 2023 (the "**Bill of Sale**"), from the Company to the Agency; and

WHEREAS, pursuant to Section 8.3 of the Lease Agreement, the Company may not transfer ownership of the Company without the prior written consent of the Agency; and

WHEREAS, the Company was originally owned by Eversource Investment LLC ("**Eversource Investment**") and Orsted DevCo, LLC (f/k/a Orsted US East Coast Offshore Wind HoldCo, LLC) ("**Orsted DevCo**") each own fifty percent (50%) of the outstanding membership interests of North East Offshore, LLC ("**NEO**"), and NEO owned one hundred percent (100%) of the outstanding membership interests of the Company; and

WHEREAS, the Agency previously consented to the Company's request to the transfer of equity interests where Eversource Investment will sell, assign, transfer and convey to Orsted DevCo, all of its limited liability company membership interests in Sunrise Wind Project Holdings, LLC, a wholly-owned direct subsidiary of Orsted DevCo ("**Sunrise Holdings**") pursuant to am Equity and Asset Purchase and Sale Agreement, dated April 18, 2024 (the "**2024 Transfer of Ownership**"); and

WHEREAS, the Company has now requested the Agency's consent to a proposed internal reorganization that will be affected through a series of internal transfers among entities that are wholly owned, directly or indirectly, by Ørsted A/S. Upon completion of those transfers, Sunrise Holdings will continue to own 100% of the membership interests in Sunrise Wind LLC, and Ørsted A/S will remain the ultimate beneficial owner throughout the internal reorganization (the "**2026 Transfer of Ownership**"); and

WHEREAS, the 2026 Transfer of Ownership sought by the Company pursuant to Section 8.3 relates solely to the internal reorganization of the Ørsted ownership chain and will not result in any change in the direct ownership of Sunrise Wind LLC or in its ultimate beneficial ownership by Ørsted A/S; and

WHEREAS, the Company provided a letter to the Agency, dated October 9, 2026 (the "**Notice**"), that following completion of the internal reorganization described above, the Company will complete a Tax Equity Transaction (the "**Tax Equity Transaction**"); and

WHEREAS, pursuant to the Tax Equity Transaction, a tax equity investor to be confirmed (the "**Class A Investor**") will make an initial capital contribution to Sunrise Holdings in exchange for newly issued Class A membership interests in Sunrise Holdings, the issuance of the Class A membership interests will result in an indirect change in ownership of less than 10% of the equity interests in the Company and, accordingly, substantially less than the percentage ownership transfer that would require the Agency's consent pursuant to Section 8.3 of the Lease and Project Agreement. Following the issuance, Ørsted A/S will

remain the ultimate beneficial owner of the remaining equity interests in the Company through one or more subsidiaries holding the Class B membership interests in Sunrise Holdings; and

WHEREAS, the newly issued Class A membership interests are intended to permit the Class A Investor to receive allocations of investment tax credits, depreciation benefits and other tax benefits associated with the Project, together with distributions of cash. The Class A Investor will not have day-to-day management or voting control over Sunrise Wind LLC or the Project, but will have the usual and customary consent, information and other protective rights with respect to specified actions that could adversely affect its financial investment and the anticipated tax benefits; and

WHEREAS, the Ørsted entity holding the Class B membership interests in Sunrise Holdings will serve as its managing member and, through that structure, Ørsted will retain responsibility for the day-to-day management and operation of Sunrise Wind LLC and the Project; and

WHEREAS, the Facility will continue to be managed and operated by the Company, and the Company will be owned by Sunrise Holdings; and

WHEREAS, the Agency will consent to the 2026 Transfer of Ownership of the Company pursuant to this resolution and a certain Consent of Agency to Change in Ownership, dated as of October 21, 2026, or such other date as may be determined by the Chairman, the Chief Executive Officer and counsel to the Agency (the "**Consent**"); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York;

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transactions contemplated by the 2026 Transfer of Ownership and the continued leasing and sub-subleasing of the Facility.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility continues to constitute a "project", as such term is defined in the Act; and

(c) The 2026 Transfer of Ownership of the Company will promote and maintain the job opportunities, health, general prosperity and economic welfare of the

citizens of the Town of Brookhaven and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The 2026 Transfer of Ownership of the Company is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and its counsel, the Facility continues to conform with the local zoning laws and planning regulations of the Town of Brookhaven and all regional and local land use plans for the area in which the Facility is located; and

(f) It is desirable and in the public interest for the Agency to consent to the 2026 Transfer of Ownership of the Company; and

(g) The Consent will be an effective instrument whereby the Agency will provide its consent to the 2026 Transfer of Ownership of the Company.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) consent to the 2026 Transfer of Ownership of the Company; (ii) execute, deliver and perform the Consent, and (iii) execute, deliver and perform such related documents as may be, in the judgment of the Chairman, Vice Chairman, Chief Executive Officer or counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution.

Section 3. Subject to the provisions of this resolution, the Lease Agreement and the Consent, the Agency hereby consents to the 2026 Transfer of Ownership of the Company and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such 2026 Transfer of Ownership of the Company are hereby approved, ratified and confirmed.

Section 4.

(a) Subject to the provisions of this resolution and the Lease Agreement, the Chairman, Chief Executive Officer, and all other members of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Consent and such documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "**Agency Documents**"). The execution thereof by the Chairman, Chief Executive Officer, or any member of the Agency shall constitute conclusive evidence of such approval; and

(b) The Chairman, Chief Executive Officer, and any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional authorized representatives of the Agency.

Section 5. Subject to the provisions of this resolution and the Lease Agreement, the officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by

the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 6. Any expenses incurred by the Agency with respect to the transactions contemplated herein shall be paid by the Company. The Company shall agree to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 7. This resolution shall take effect immediately.

STATE OF NEW YORK)
: SS.:
COUNTY OF SUFFOLK)

I, the undersigned Chief Executive Officer of the Town of Brookhaven Industrial Development Agency, DOES HEREBY CERTIFY THAT:

That I have compared the annexed extract of the minutes of the meeting of the Town of Brookhaven Industrial Development Agency (the "**Agency**"), including the resolutions contained therein, held on October 21, 2026, with the original thereof on file in the office of the Agency, 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 public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 21st day of October, 2026.

By _____
Chief Executive Officer

Date: April 23, 2025

At a meeting of the Town of Brookhaven Industrial Development Agency (the "**Agency**"), held on the 23rd day of April, 2025, at 1 Independence Hill, 2nd Floor, Farmingville, New York 11738, the following members of the Agency were:

Present:	Frederick C. Braun III, Chairman Martin Callahan, Vice Chair Mitchell H. Pally, Treasurer Ann-Marie Scheidt, Secretary John Rose, Member
Recused:	
Absent:	Felix J. Grucci, Jr., Asst. Secretary Frank C. Trotta, Asst. Treasurer
Also Present:	Lisa M. G. Mulligan, Chief Executive Officer Lori LaPonte, Chief Financial Officer Amy Illardo, Director of Marketing and Project Development Jocelyn Linse, Executive Assistant Annette Eaderesto, Esq., Counsel to the Agency Barry Carrigan, Esq., Transaction Counsel Howard Gross, Esq., Transaction Counsel (via Zoom) Andrew Komaromi, Transaction Counsel

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to a certain industrial development facility more particularly described below (Sunrise Wind LLC 2023 Facility).

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

Voting Aye	Voting Nay
Braun	
Callahan	
Pally	
Scheidt	
Rose	

RESOLUTION OF THE TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY RE-AUTHORIZING THE EXTENSION OF SALES TAX ABATEMENTS FOR THE SUNRISE WIND LLC FACILITY AND THE EXECUTION OF RELATED DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 358 of the Laws of 1970 of the State of New York, as amended from time to time (collectively, the "**Act**"), the Town of Brookhaven 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 Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency previously provided assistance to Sunrise Wind LLC, a limited liability company organized and existing under the laws of the State of Delaware (the "**Company**"), in acquisition, constructing and equipping of an offshore and onshore electricity transmission cable (the "**Transmission Cable**") to be located on land covered by easements, licenses, leases, right of way, permits or other access agreements to be granted from the State of New York, municipalities or other governmental agencies and other fee owners (collectively, the "**Right of Way**") and designed to deliver the power generated by the Sunrise Wind Farm, an offshore renewable energy generation facility (with the capacity to produce approximately 924 MW), consisting of: (i) up to 6.2 miles (320 kV) of Direct Current ("**DC**") Submarine Export Cable from the New York State Territorial Waters Boundary located approximately 3.0 nautical miles offshore from Fire Island located on a Right of Way granted from the State of New York, then to the eastern portion of Smith Point County Park on Fire Island; (ii) then up to 1,575 feet onshore and underground where the Transmission Cable will be spliced together at the transition joint bay ("**TJB**") located underground in a concrete vault within the parking lot for Smith Point County Park; (iii) the TJB will be constructed by the Company located on a Right of Way granted by Suffolk County; from the TJB the Transmission Cable will be approximately (320 kV) DC and will run underground parallel to Fire Island Beach Road within the paved Smith Point County Park parking lot on a Right of Way granted by Suffolk County, approximately 2,000 feet west, crossing under the William Floyd Parkway to a recreational area located west of the William Floyd Parkway, located on an Right of Way granted by Suffolk County; (iv) then the Transmission Cable will travel underwater across the intercoastal waterway ("**ICW**") in a Right of Way granted by the Town of Brookhaven, in a northwest direction via a Horizontal Directional Drill approximately 0.5 miles in length to a paved parking lot within the Smith Point Marina along East Concourse Drive, (v) then the Transmission Cable will travel north approximately 800 feet underground pursuant to a Right of Way granted by Suffolk County, then underground east approximately 550 feet following East Concourse Drive pursuant to a Right of Way granted by the Town of Brookhaven, (vi) then underground north approximately 3.6 miles along William Floyd Parkway, located on a Right of Way granted by Suffolk County, to the intersection with Surrey Circle; (vii) then the Transmission Cable will be routed underground along Surrey Circle, pursuant to a Right of Way granted by the

Town of Brookhaven, for an approximately 0.1 miles and will continue north along Church Road, pursuant to private easements and/or Right of Ways granted by the Town of Brookhaven, crossing under the Long Island Rail Road ("**LIRR**") to Mastic Boulevard pursuant to a Right of Way by the Metropolitan Transportation Authority ("**MTA**"), (viii) then underground west along Mastic Boulevard, pursuant to a Right of Way granted by the Town of Brookhaven, approximately 0.2 miles to the intersection with Francine Place, pursuant to a Right of Way granted by the Town of Brookhaven, and underground and north on Francine Place for approximately 0.1 miles to the intersection of Montauk Highway, pursuant to a Right of Way granted by Suffolk County; (ix) then the Transmission Cable will cross under the Montauk Highway to Revilo Avenue, pursuant to a Right of Way granted by the Town of Brookhaven, and continuing underground north along Revilo Avenue for approximately 0.07 miles to the work area for the Sunrise Highway Crossing; (x) then the Transmission Cable will cross under Sunrise Highway, pursuant to a Right of Way granted by the New York State Department of Transportation ("**NYS DOT**"), to Revilo Avenue, continuing underground north to the intersection of Victory Avenue, pursuant to a Right of Way granted by the Town of Brookhaven and then continue west on Victory Avenue, pursuant to a Right of Way granted by Suffolk County, continuing underground, crossing under the Carmans River, approximately 2.1 miles to Horseblock Road; (xi) then the Transmission Cable will continue underground northwest along Horseblock Road, pursuant to a Right of Way granted by Suffolk County, for approximately 3.2 miles before turning north along Columbus Avenue, pursuant to Right of Ways and/or Easements granted by the Town of Brookhaven and the Long Island Power Authority for 100 feet, then under the LIRR pursuant to a Right of Way by the MTA to Horseblock Road North Ramp 80 feet and continuing underground northwest along Horseblock Road North Ramp 190 feet, and then continuing underground along North Horseblock Road 1,400 feet; (xii) then the Transmission Cable will be routed west underground along the Long Island Expressway ("**LIE**") South Service Road, pursuant to a Right of Way granted by the NYS DOT, for approximately 4.1 miles and continue on Waverly Avenue pursuant to a Right of Way granted by the Town of Brookhaven where it will turn south for approximately 0.4 miles to Long Island Avenue pursuant to a Right of Way granted by the Town of Brookhaven; and (xiii) the Transmission Cable will then follow Long Island Avenue west, pursuant to a Right of Way granted by the Town of Brookhaven, to Union Avenue to three (3) new buildings, totaling approximately 55,000 square feet to be constructed by the Company, comprising the Onshore Converter Station located on a 7.1 acre parcel; (collectively, the Transmission Cable will contain a total of approximately 17.5 miles (320 kV)) and up to 1.0 mile (138 kV) of Alternating Current (AC) onshore interconnection cable connecting to the Existing Holbrook Substation which is owned and operated by the Long Island Power Authority (the Company's rights in the Right of Way, collectively, the "**Land**" (as more particularly described in Exhibit A attached hereto); and the Company's rights in the personal property and equipment, collectively, the "**Equipment**"; and the Company's rights in the fixtures and improvements to real property, collectively, the "**Improvements**" as more particularly described in Exhibit B attached hereto; and, collectively, the Land, Equipment and the Improvements, the "**Facility**"), which Facility is leased and subleased by the Agency to the Company for use in supplying power to the New York State's existing electrical grid and will support off-shore wind and energy goals established by New York State (the "**Project**"); and

WHEREAS, the Agency by resolution duly adopted on December 7, 2022 (the "**Authorizing Resolution**"), authorized the acquisition, construction and equipping of the Facility and the execution and delivery of the Agency Documents (as defined therein); and

WHEREAS, pursuant to the Authorizing Resolution, the Agency contemplated providing financial assistance to the Company in the form of exemptions from sales and use taxes in an amount not to exceed $24,150,000, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, consistent with the policies of the Agency (the "**Original Sales Tax Benefit**"); and

WHEREAS, the Company leased the Land and the Improvements to the Agency pursuant to a Company Lease Agreement and Assignment of Easement Agreement, dated as of July 1, 2023 (the "**Company Lease**"), between the Company and the Agency; and

WHEREAS, the Agency acquired title to the Equipment pursuant to a certain Bill of Sale, dated July 21, 2023 (the "**Bill of Sale**"), from the Company to the Agency; and

WHEREAS, the Agency subleased and leased the Facility to the Company pursuant to a Lease and Project Agreement and Assignment of Easement Agreement, dated as of July 1, 2023 (the "**Lease Agreement**"), between the Agency and the Company; and

WHEREAS, pursuant to Section 3.6 of the Lease Agreement, the Company agreed to complete the acquisition, construction and equipping of the Facility no later than December 1, 2025 (the "**Original Completion Date**"); and

WHEREAS, in order to complete the costs of the acquisition, construction and equipping of the Facility the Company has now requested that the Agency extend the expiration date of the Completion Date and the Sales Tax Benefit to June 30, 2027 (the "**Completion Date Extension**"); and

WHEREAS, in connection with the Completion Date Extension, the Company has requested an increase in the Original Sales Tax Benefit of an amount not to exceed $4,700,000 (the "**Sales Tax Benefit Increase**"; and together with the Original Sales Tax Benefit, the "**Sales Tax Benefit**"); and

WHEREAS, a public hearing (the "**Hearing**") was held on April 22, 2025, so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency or the location or nature of the Facility, could be heard; and

WHEREAS, notice of the Hearing was given on April 12, 2025, and such notice (together with proof of publication), was substantially in the form annexed hereto as Exhibit A; and

WHEREAS, the minutes of the Hearing are annexed hereto as Exhibit B; and

WHEREAS, in connection therewith, the Agency contemplates that it will authorize additional financial assistance to the Company in the form of the Sales Tax Benefit Increase of $4,700,000 for a total Sales Tax Benefit of $28,850,000, less the amount of Sales Tax

Benefit utilized by the Company prior to the Original Completion Date, all consistent with the policies of the Agency; and

WHEREAS, to provide for the Completion Date Extension and the Sales Tax Benefit Increase, the Agency and the Company will enter into a certain Letter Agreement, dated as of April 23, 2025, or such other date as may be determined by the Chairman, Chief Executive Officer and counsel to the Agency (the "**Letter Agreement**"), by and between the Agency and the Company; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) The acquisition, construction and equipping of the Facility, and the continued subleasing and leasing of the Facility to the Company, will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Town of Brookhaven, and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition, construction and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) The Letter Agreement will be effective instruments whereby the Agency grants the Completion Date Extension and the Sales Tax Benefit Increase to the Company.

Section 2. In consequence of the foregoing, the Agency hereby (i) approves the Completion Date Extension and the Sales Tax Benefit Increase, (ii) approves the form and substance of the Letter Agreement, and (iii) authorizes the execution and delivery of the Letter Agreement and such other related documents as may be necessary or appropriate to effect the Completion Date Extension and the Sales Tax Benefit Increase.

Section 3. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the acquisition, construction and equipping of the Facility in the form of exemptions from sales and use taxes in an aggregate amount not to exceed $28,850,000, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, less the

amount of Sales Tax Benefit utilized by the Company prior to the Original Completion Date, consistent with the policies of the Agency.

Section 4. Counsel to the Agency and Nixon Peabody LLP, Transaction Counsel to the Agency are hereby authorized and directed to prepare, for submission to the Agency, the Letter Agreement and all documents necessary to effect the Completion Date Extension and the Sales Tax Benefit Increase described in the foregoing resolution.

Section 5. The Chairman, the Chief Executive Officer, and any member of the Agency are each hereby authorized and directed (i) to distribute copies of this resolution to the Company, and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 6. This resolution shall take effect immediately.

STATE OF NEW YORK)
: SS.:
COUNTY OF SUFFOLK)

I, the undersigned Chief Executive Officer of the Town of Brookhaven Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Town of Brookhaven Industrial Development Agency (the "**Agency**"), including the resolutions contained therein, held on the 23rd day of April, 2025, 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.

That the Agency Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 23rd day of April, 2025.

By: Lisa Mulligan
Chief Executive Officer

EXHIBIT A

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law will be held by the Town of Brookhaven Industrial Development Agency (the "**Agency**") on the 22nd day of April, 2025, at 11:00 a.m. local time, at the Town of Brookhaven Town Hall, 1 Independence Hill, Farmingville, New York 11738, in connection with the following matters:

Sunrise Wind LLC, a limited liability company organized and existing under the laws of the State of Delaware, on behalf of itself and/or the principals of Sunrise Wind LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Company**"). The Company is a global leader in off-shore wind.

The Company has applied to the Agency, to enter into a transaction in which the Agency will assist in the acquisition, constructing and equipping of an offshore and onshore transmission cable (the "**Transmission Cable**") to be located on land covered by easements, licenses, leases, right of way, permits or other access agreements to be granted from the State of New York, municipalities or other governmental agencies (collectively, the "**Right of Way**") and designed to deliver the power generated by the Sunrise Wind Farm, an offshore renewable energy generation facility (with the capacity to produce approximately 924 MW), consisting of: (i) up to 6.2 miles (320 kV) of Direct Current ("**DC**") Submarine Export Cable from the New York State Territorial Waters Boundary located approximately 3.0 nautical miles offshore from Fire Island located on a Right of Way granted from the State of New York, then to the eastern portion of Smith Point County Park on Fire Island; (ii) then up to 1,575 feet onshore and underground where the Transmission Cable will be spliced together at the transition joint bay ("**TJB**") located underground in a concrete vault within the parking lot for Smith Point County Park; (iii) the TJB will be constructed by the Company located on a Right of Way granted by Suffolk County from the TJB the Transmission Cable will be approximately (320 kV) DC and will run underground parallel to Fire Island Beach Road within the paved Smith Point County Park parking lot on a Right of Way granted by Suffolk County, approximately 2,000 feet west, crossing under the William Floyd Parkway to a recreational area located west of the William Floyd Parkway, located on an Right of Way granted by Suffolk County; (iv) then the Transmission Cable will travel underwater across the intercoastal waterway ("**ICW**") in a Right of Way granted by the Town of Brookhaven, in a northwest direction via a Horizontal Directional Drill approximately 0.5 miles in length to a paved parking lot within the Smith Point Marina along East Concourse Drive, (v) then the Transmission Cable will travel north approximately 800 feet underground pursuant to a Right of Way granted by Suffolk County, then underground east approximately 550 feet following East Concourse Drive pursuant to a Right of Way granted by the Town of Brookhaven, (vi) then underground north approximately 3.6 miles along William Floyd Parkway, located on a Right of Way granted by Suffolk County, to the intersection with Surrey Circle; (vii) then the Transmission Cable will be routed underground along Surrey Circle, pursuant to a Right of Way granted by the Town of Brookhaven, for an approximately

0.1 miles and will continue north along Church Road, pursuant to private easements and/or Right of Ways granted by the Town of Brookhaven, crossing under the Long Island Rail Road ("**LIRR**") to Mastic Boulevard pursuant to a Right of Way by the Metropolitan Transportation Authority ("**MTA**"), (viii) then underground west along Mastic Boulevard, pursuant to a Right of Way granted by the Town of Brookhaven, approximately 0.2 miles to the intersection with Francine Place, pursuant to a Right of Way granted by the Town of Brookhaven, and underground and north on Francine Place for approximately 0.1 miles to the intersection of Montauk Highway, pursuant to a Right of Way granted by Suffolk County; (ix) then the Transmission Cable will cross under the Montauk Highway to Revilo Avenue, pursuant to a Right of Way granted by the Town of Brookhaven, and continuing underground north along Revilo Avenue for approximately 0.07 miles to the work area for the Sunrise Highway Crossing; (x) then the Transmission Cable will cross under Sunrise Highway, pursuant to a Right of Way granted by the New York State Department of Transportation ("**NYS DOT**"), to Revilo Avenue, continuing underground north to the intersection of Victory Avenue, pursuant to a Right of Way granted by the Town of Brookhaven and then continue west on Victory Avenue, pursuant to a Right of Way granted by Suffolk County, continuing underground, crossing under the Carmans River, approximately 2.1 miles to Horseblock Road; (xi) then the Transmission Cable will continue underground northwest along Horseblock Road, pursuant to a Right of Way granted by Suffolk County, for approximately 3.2 miles before turning north along Columbus Avenue, pursuant to Right of Ways and/or Easements granted by the Town of Brookhaven and the Long Island Power Authority for 100 feet, then under the LIRR pursuant to a Right of Way by the MTA to Horseblock Road North Ramp 80 feet and continuing underground northwest along Horseblock Road North Ramp 190 feet, and then continuing underground along North Horseblock Road 1,400 feet; (xii) then the Transmission Cable will be routed west underground along the Long Island Expressway ("**LIE**") South Service Road, pursuant to a Right of Way granted by the NYS DOT, for approximately 4.1 miles and continue on Waverly Avenue pursuant to a Right of Way granted by the Town of Brookhaven where it will turn south for approximately 0.4 miles to Long Island Avenue pursuant to a Right of Way granted by the Town of Brookhaven; and (xiii) the Transmission Cable will then follow Long Island Avenue west, pursuant to a Right of Way granted by the Town of Brookhaven, to Union Avenue to three (3) new buildings, totaling approximately 55,000 square feet to be constructed by the Company, comprising the Onshore Converter Station located on a 7.1 acre parcel; (collectively, the Transmission Cable will contain a total of approximately 17.5 miles (320 kV)) and up to 1.0 mile (138 kV) of Alternating Current (AC) onshore interconnection cable connecting to the Existing Holbrook Substation which is owned and operated by the Long Island Power Authority (the Company's rights in the Right of Way, collectively, the "**Land**"; and the Company's rights in the personal property and equipment, collectively, the "**Equipment**"; and the Company's rights in the fixtures and improvements to real property, collectively, the "**Improvements**"; and, collectively, the Land, Equipment and the Improvements, the "**Facility**"), which Facility is to be leased and subleased by the Agency to the Company for use in supplying power to the New York State's existing electrical grid and will support off-shore wind and energy goals established by New York State (the "**Project**"). The Facility will be initially owned, operated and/or managed by the Company.

The Agency previously acquired a subleasehold interest in the Land, a leasehold interest in the Improvements and title to or a leasehold interest in the Equipment and sub-

subleased, subleased and leased the Facility to the Company. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes and continued abatement of real property taxes, consistent with the policies of the Agency.

A representative of the Agency will, at the above-stated time and place, hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Prior to the hearing, all persons will have the opportunity to review on the Agency's website (https://brookhavenida.org/), the application for financial assistance filed by the Company with the Agency and an analysis of the costs and benefits of the proposed Facility.

Dated: April 12, 2025

TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY

By: Lisa MG Mulligan
Title: Chief Executive Officer

EXHIBIT B

MINUTES OF PUBLIC HEARING HELD ON
APRIL 22, 2025

TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY
(SUNRISE WIND LLC 2023 FACILITY)

Section 1. Lisa MG Mulligan, Chief Executive Officer of the Town of Brookhaven Industrial Development Agency (the "**Agency**") called the hearing to order.

Section 2. Lisa MG Mulligan then appointed herself the hearing officer of the Agency, to record the minutes of the hearing.

Section 3. The hearing officer then described the proposed transfer of the real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility as follows:

Sunrise Wind LLC, a limited liability company organized and existing under the laws of the State of Delaware, on behalf of itself and/or the principals of Sunrise Wind LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Company**"). The Company is a global leader in off-shore wind.

The Company has applied to the Agency, to enter into a transaction in which the Agency will assist in the acquisition, constructing and equipping of an offshore and onshore transmission cable (the "**Transmission Cable**") to be located on land covered by easements, licenses, leases, right of way, permits or other access agreements to be granted from the State of New York, municipalities or other governmental agencies (collectively, the "**Right of Way**") and designed to deliver the power generated by the Sunrise Wind Farm, an offshore renewable energy generation facility (with the capacity to produce approximately 924 MW), consisting of: (i) up to 6.2 miles (320 kV) of Direct Current ("**DC**") Submarine Export Cable from the New York State Territorial Waters Boundary located approximately 3.0 nautical miles offshore from Fire Island located on a Right of Way granted from the State of New York, then to the eastern portion of Smith Point County Park on Fire Island; (ii) then up to 1,575 feet onshore and underground where the Transmission Cable will be spliced together at the transition joint bay ("**TJB**") located underground in a concrete vault within the parking lot for Smith Point County Park; (iii) the TJB will be constructed by the Company located on a Right of Way granted by Suffolk County from the TJB the Transmission Cable will be approximately (320 kV) DC and will run underground parallel to Fire Island Beach Road within the paved Smith Point County Park parking lot on a Right of Way granted by Suffolk County, approximately 2,000 feet west, crossing under the William Floyd Parkway to a recreational area located west of the William Floyd Parkway, located on an Right of Way granted by Suffolk County; (iv) then the Transmission Cable will travel underwater across the

intercoastal waterway ("**ICW**") in a Right of Way granted by the Town of Brookhaven, in a northwest direction via a Horizontal Directional Drill approximately 0.5 miles in length to a paved parking lot within the Smith Point Marina along East Concourse Drive, (v) then the Transmission Cable will travel north approximately 800 feet underground pursuant to a Right of Way granted by Suffolk County, then underground east approximately 550 feet following East Concourse Drive pursuant to a Right of Way granted by the Town of Brookhaven, (vi) then underground north approximately 3.6 miles along William Floyd Parkway, located on a Right of Way granted by Suffolk County, to the intersection with Surrey Circle; (vii) then the Transmission Cable will be routed underground along Surrey Circle, pursuant to a Right of Way granted by the Town of Brookhaven, for an approximately 0.1 miles and will continue north along Church Road, pursuant to private easements and/or Right of Ways granted by the Town of Brookhaven, crossing under the Long Island Rail Road ("**LIRR**") to Mastic Boulevard pursuant to a Right of Way by the Metropolitan Transportation Authority ("**MTA**"), (viii) then underground west along Mastic Boulevard, pursuant to a Right of Way granted by the Town of Brookhaven, approximately 0.2 miles to the intersection with Francine Place, pursuant to a Right of Way granted by the Town of Brookhaven, and underground and north on Francine Place for approximately 0.1 miles to the intersection of Montauk Highway, pursuant to a Right of Way granted by Suffolk County; (ix) then the Transmission Cable will cross under the Montauk Highway to Revilo Avenue, pursuant to a Right of Way granted by the Town of Brookhaven, and continuing underground north along Revilo Avenue for approximately 0.07 miles to the work area for the Sunrise Highway Crossing; (x) then the Transmission Cable will cross under Sunrise Highway, pursuant to a Right of Way granted by the New York State Department of Transportation ("**NYS DOT**"), to Revilo Avenue, continuing underground north to the intersection of Victory Avenue, pursuant to a Right of Way granted by the Town of Brookhaven and then continue west on Victory Avenue, pursuant to a Right of Way granted by Suffolk County, continuing underground, crossing under the Carmans River, approximately 2.1 miles to Horseblock Road; (xi) then the Transmission Cable will continue underground northwest along Horseblock Road, pursuant to a Right of Way granted by Suffolk County, for approximately 3.2 miles before turning north along Columbus Avenue, pursuant to Right of Ways and/or Easements granted by the Town of Brookhaven and the Long Island Power Authority for 100 feet, then under the LIRR pursuant to a Right of Way by the MTA to Horseblock Road North Ramp 80 feet and continuing underground northwest along Horseblock Road North Ramp 190 feet, and then continuing underground along North Horseblock Road 1,400 feet; (xii) then the Transmission Cable will be routed west underground along the Long Island Expressway ("**LIE**") South Service Road, pursuant to a Right of Way granted by the NYS DOT, for approximately 4.1 miles and continue on Waverly Avenue pursuant to a Right of Way granted by the Town of Brookhaven where it will turn south for approximately 0.4 miles to Long Island Avenue pursuant to a Right of Way granted by the Town of Brookhaven; and (xiii) the Transmission Cable will then follow Long Island Avenue west, pursuant to a Right of Way granted by the Town of Brookhaven, to Union Avenue to three (3) new buildings, totaling approximately 55,000 square feet to be constructed by the

Company, comprising the Onshore Converter Station located on a 7.1 acre parcel; (collectively, the Transmission Cable will contain a total of approximately 17.5 miles (320 kV)) and up to 1.0 mile (138 kV) of Alternating Current (AC) onshore interconnection cable connecting to the Existing Holbrook Substation which is owned and operated by the Long Island Power Authority (the Company's rights in the Right of Way, collectively, the "**Land**"; and the Company's rights in the personal property and equipment, collectively, the "**Equipment**"; and the Company's rights in the fixtures and improvements to real property, collectively, the "**Improvements**"; and, collectively, the Land, Equipment and the Improvements, the "**Facility**"), which Facility is to be leased and subleased by the Agency to the Company for use in supplying power to the New York State's existing electrical grid and will support off-shore wind and energy goals established by New York State (the "**Project**"). The Facility will be initially owned, operated and/or managed by the Company.

The Agency previously acquired a subleasehold interest in the Land, a leasehold interest in the Improvements and title to or a leasehold interest in the Equipment and sub-subleased, subleased and leased the Facility to the Company. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes and continued abatement of real property taxes, consistent with the policies of the Agency.

Section 4. The hearing officer then opened the hearing for comments from the floor for or against the proposed transfer of real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility. The following is a listing of the persons heard and a summary of their views:

N/A

5. The hearing officer then asked if there were any further comments, and, there being none, the hearing was closed at 11:30 a.m.

STATE OF NEW YORK)
: SS.:
COUNTY OF SUFFOLK)

I, the undersigned Chief Executive Officer of the Town of Brookhaven Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held by the Town of Brookhaven Industrial Development Agency (the "**Agency**") on April 22, 2025, at 11:00 a.m., local time, at Town of Brookhaven, 2nd Floor, One Independence Hill, Farmingville, New York 11738, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

IN WITNESS WHEREOF, I have hereunto set my hand as of April 22, 2025.

Chief Executive Officer

Date: June 12, 2024

At a meeting of the Town of Brookhaven Industrial Development Agency (the "**Agency**"), held at the offices of the Agency, 1 Independence Hill, 2nd Floor, Farmingville, New York 11738 on the 12th day of June 2024, the following members of the Agency were:

Present: Frederick C. Braun III, Chairman
Martin Callahan, Vice Chair
Mitchell H. Pally, Treasurer
Ann-Marie Scheidt, Secretary
Frank C. Trotta, Asst. Treasurer
John Rose, Member

Recused:

Excused: Felix J. Grucci, Jr., Asst. Secretary

Also Present: Lisa M. G. Mulligan, Chief Executive Officer
Lori LaPonte, Chief Financial Officer
Amy Illardo, Director of Marketing and Project Development
Jocelyn Linse, Executive Assistant
Annette Eaderesto, Esq., Counsel to the Agency (via Zoom)
Terance Walsh, Esq., Transaction Counsel (via Zoom)
Howard Gross, Esq., Transaction Counsel (via Zoom)
Andrew Komaromi, Esq., Transaction Counsel

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the transfer of the ownership of the Company in connection with a certain industrial development facility more particularly described below (Sunrise Wind, LLC 2023 Facility).

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

Voting Aye	Voting Nay
Braun	
Callahan	
Pally	
Scheidt	
Trotta	
Rose	

RESOLUTION OF THE TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY CONSENTING TO THE TRANSFER OF OWNERSHIP OF SUNRISE WIND LLC TO SUNRISE HOLDINGS AND THE CONTINUED LEASING OF THE FACILITY TO SUNRISE WIND LLC.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 358 of the Laws of 1970 of the State of New York, as may be amended from time to time (collectively, the "**Act**"), the Town of Brookhaven 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 previously assisted Sunrise Wind, LLC, a limited liability company duly organized and validly existing under the laws of the State of Delaware and authorized to transact business in the State of New York (the "**Company**") with acquisition, constructing and equipping of an offshore and onshore electricity transmission cable (the "**Transmission Cable**") to be located on land covered by easements, licenses, leases, right of way, permits or other access agreements to be granted from the State of New York, municipalities or other governmental agencies and other fee owners (collectively, the "**Right of Way**") and designed to deliver the power generated by the Sunrise Wind Farm, an offshore renewable energy generation facility (with the capacity to produce approximately 924 MW), consisting of: (i) up to 6.2 miles (320 kV) of Direct Current ("**DC**") Submarine Export Cable from the New York State Territorial Waters Boundary located approximately 3.0 nautical miles offshore from Fire Island located on a Right of Way granted from the State of New York, then to the eastern portion of Smith Point County Park on Fire Island; (ii) then up to 1,575 feet onshore and underground where the Transmission Cable will be spliced together at the transition joint bay ("**TJB**") located underground in a concrete vault within the parking lot for Smith Point County Park; (iii) the TJB will be constructed by the Company located on a Right of Way granted by Suffolk County; from the TJB the Transmission Cable will be approximately (320 kV) DC and will run underground parallel to Fire Island Beach Road within the paved Smith Point County Park parking lot on a Right of Way granted by Suffolk County, approximately 2,000 feet west, crossing under the William Floyd Parkway to a recreational area located west of the William Floyd Parkway, located on an Right of Way granted by Suffolk County; (iv) then the Transmission Cable will travel underwater across the intercoastal waterway ("**ICW**") in a Right of Way granted by the Town of Brookhaven, in a northwest direction via a Horizontal Directional Drill approximately 0.5 miles in length to a paved parking lot within the Smith Point Marina along East Concourse Drive, (v) then the Transmission Cable will travel north approximately 800 feet underground pursuant to a Right of Way granted by Suffolk County, then underground east approximately 550 feet following East Concourse Drive pursuant to a Right of Way granted by the Town of Brookhaven, (vi) then underground north approximately 3.6 miles along William Floyd Parkway, located on a Right of Way granted by Suffolk County, to the intersection with Surrey Circle; (vii) then the Transmission Cable will be routed underground along Surrey Circle, pursuant to a Right of Way granted by the Town of Brookhaven, for an approximately 0.1 miles and will continue north along Church Road, pursuant to private

easements and/or Right of Ways granted by the Town of Brookhaven, crossing under the Long Island Rail Road ("**LIRR**") to Mastic Boulevard pursuant to a Right of Way by the Metropolitan Transportation Authority ("**MTA**"), (viii) then underground west along Mastic Boulevard, pursuant to a Right of Way granted by the Town of Brookhaven, approximately 0.2 miles to the intersection with Francine Place, pursuant to a Right of Way granted by the Town of Brookhaven, and underground and north on Francine Place for approximately 0.1 miles to the intersection of Montauk Highway, pursuant to a Right of Way granted by Suffolk County; (ix) then the Transmission Cable will cross under the Montauk Highway to Revilo Avenue, pursuant to a Right of Way granted by the Town of Brookhaven, and continuing underground north along Revilo Avenue for approximately 0.07 miles to the work area for the Sunrise Highway Crossing; (x) then the Transmission Cable will cross under Sunrise Highway, pursuant to a Right of Way granted by the New York State Department of Transportation ("**NYS DOT**"), to Revilo Avenue, continuing underground north to the intersection of Victory Avenue, pursuant to a Right of Way granted by the Town of Brookhaven and then continue west on Victory Avenue, pursuant to a Right of Way granted by Suffolk County, continuing underground, crossing under the Carmans River, approximately 2.1 miles to Horseblock Road; (xi) then the Transmission Cable will continue underground northwest along Horseblock Road, pursuant to a Right of Way granted by Suffolk County, for approximately 3.2 miles before turning north along Columbus Avenue, pursuant to Right of Ways and/or Easements granted by the Town of Brookhaven and the Long Island Power Authority for 100 feet, then under the LIRR pursuant to a Right of Way by the MTA to Horseblock Road North Ramp 80 feet and continuing underground northwest along Horseblock Road North Ramp 190 feet, and then continuing underground along North Horseblock Road 1,400 feet; (xii) then the Transmission Cable will be routed west underground along the Long Island Expressway ("**LIE**") South Service Road, pursuant to a Right of Way granted by the NYS DOT, for approximately 4.1 miles and continue on Waverly Avenue pursuant to a Right of Way granted by the Town of Brookhaven where it will turn south for approximately 0.4 miles to Long Island Avenue pursuant to a Right of Way granted by the Town of Brookhaven; and (xiii) the Transmission Cable will then follow Long Island Avenue west, pursuant to a Right of Way granted by the Town of Brookhaven, to Union Avenue to three (3) new buildings, totaling approximately 55,000 square feet to be constructed by the Company, comprising the Onshore Converter Station located on a 7.1 acre parcel; (collectively, the Transmission Cable will contain a total of approximately 17.5 miles (320 kV)) and up to 1.0 mile (138 kV) of Alternating Current (AC) onshore interconnection cable connecting to the Existing Holbrook Substation which is owned and operated by the Long Island Power Authority (the Company's rights in the Right of Way, collectively, the "**Land**" (as more particularly described in Exhibit A attached hereto); and the Company's rights in the personal property and equipment, collectively, the "**Equipment**"; and the Company's rights in the fixtures and improvements to real property, collectively, the "**Improvements**" as more particularly described in Exhibit B attached hereto; and, collectively, the Land, Equipment and the Improvements, the "**Facility**"), which Facility is to be leased and subleased by the Agency to the Company for use in supplying power to the New York State's existing electrical grid and will support off-shore wind and energy goals established by New York State (the "**Project**"); and

WHEREAS, the Company previously leased the Facility to the Agency pursuant to a Company Lease Agreement, dated as of July 1, 2023 (the "**Company Lease**"), between the Company and the Agency; and

WHEREAS, the Agency is currently subleasing and leasing the Facility to the Company pursuant to a Lease and Project Agreement, dated as of July 1, 2023 (the "**Lease Agreement**"), between the Agency and the Company; and

WHEREAS, the Agency previously acquired title to the Equipment pursuant to a certain Bill of Sale, dated July 21, 2023 (the "**Bill of Sale**"), from the Company to the Agency; and

WHEREAS, pursuant to Section 8.3 of the Lease Agreement, the Company may not transfer ownership of the Company without the prior written consent of the Agency; and

WHEREAS, the Company is owned by Eversource Investment LLC ("**Eversource Investment**") and Orsted DevCo, LLC (f/k/a Orsted US East Coast Offshore Wind HoldCo, LLC) ("**Orsted DevCo**") each own fifty percent (50%) of the outstanding membership interests of North East Offshore, LLC ("**NEO**"), and NEO owns one hundred percent (100%) of the outstanding membership interests of the Company; and

WHEREAS, the Company has now requested that the Agency consent to the transfer of equity interests where Eversource Investment will sell, assign, transfer and convey to Orsted DevCo, all of its limited liability company membership interests in Sunrise Wind Project Holdings, LLC, a wholly-owned direct subsidiary of Orsted DevCo ("**Sunrise Holdings**") pursuant to a Equity and Asset Purchase and Sale Agreement, dated April 18, 2024 (the "**Transfer of Ownership**"); and

WHEREAS, the Facility will continue to be managed and operated by the Company, and the Company will be owned by Sunrise Holdings; and

WHEREAS, the Agency will consent to the Transfer of Ownership of the Company pursuant to this resolution and a certain Consent of Agency to Change in Ownership, dated as of June 12, 2024 or such other date as may be determined by the Chairman, the Chief Executive Officer and counsel to the Agency (the "**Consent**"); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York;

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transactions contemplated by the Transfer of Ownership and the continued leasing and sub-subleasing of the Facility.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility continues to constitute a "project", as such term is defined in the Act; and

(c) The Transfer of Ownership of the Company will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the Town of Brookhaven and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The Transfer of Ownership of the Company is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and its counsel, the Facility continues to conform with the local zoning laws and planning regulations of the Town of Brookhaven and all regional and local land use plans for the area in which the Facility is located; and

(f) It is desirable and in the public interest for the Agency to consent to the Transfer of Ownership of the Company; and

(g) The Consent will be an effective instrument whereby the Agency will provide its consent to the Transfer of Ownership of the Company.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) consent to the Transfer of Ownership of the Company; (ii) execute, deliver and perform the Consent, and (iii) execute, deliver and perform such related documents as may be, in the judgment of the Chairman, Vice Chairman, Chief Executive Officer or counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution.

Section 3. Subject to the provisions of this resolution, the Lease Agreement and the Consent, the Agency hereby consents to the Transfer of Ownership of the Company and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such Transfer of Ownership of the Company are hereby approved, ratified and confirmed.

Section 4.

(a) Subject to the provisions of this resolution and the Lease Agreement, the Chairman, Chief Executive Officer, and all other members of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Consent and such documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "**Agency Documents**"). The execution thereof by the Chairman, Chief Executive Officer, or any member of the Agency shall constitute conclusive evidence of such approval; and

(b) The Chairman, Chief Executive Officer, and any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional authorized representatives of the Agency.

Section 5. Subject to the provisions of this resolution and the Lease Agreement, the officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 6. Any expenses incurred by the Agency with respect to the transactions contemplated herein shall be paid by the Company. The Company shall agree to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 7. This resolution shall take effect immediately.

STATE OF NEW YORK)
: SS.:
COUNTY OF SUFFOLK)

I, the undersigned Chief Executive Officer of the Town of Brookhaven Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Town of Brookhaven Industrial Development Agency (the "**Agency**"), including the resolutions contained therein, held on the 12th day of June, 2024, 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.

That the Agency Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 12th day of June, 2024.

By _____
Chief Executive Officer

RESOLUTION OF THE TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION IN CONNECTION WITH SUNRISE WIND LLC, A DELAWARE LIMITED LIABILITY COMPANY, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF SUNRISE WIND LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF THE FOREGOING.

WHEREAS, Sunrise Wind LLC, a limited liability company organized and existing under the laws of the State of Delaware, on behalf of itself and/or the principals of Sunrise Wind LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Company**"), submitted its Application for Financial Assistance, dated April 15, 2021 (the "**Original Application**"), to the Town of Brookhaven Industrial Development Agency (the "**Agency**"), to enter into a transaction in which the Agency will assist in the acquisition, constructing and equipping of an offshore and onshore electricity transmission cable (the "**Transmission Cable**") to be located on land covered by easements, licenses, leases, right of way, permits or other access agreements to be granted from the State of New York, municipalities or other governmental agencies (collectively, the "**Right of Way**") and designed to deliver the power generated by the Sunrise Wind Farm, an offshore renewable energy generation facility (with the capacity to produce approximately 924 MW), consisting of: (i) up to 6.2 miles (320 kV) of Direct Current ("**DC**") Submarine Export Cable from the New York State Territorial Waters Boundary located approximately 3.0 nautical miles offshore from Fire Island located on a Right of Way granted from the State of New York, then to the eastern portion of Smith Point County Park on Fire Island; (ii) then up to 1,575 feet onshore and underground where the Transmission Cable will be spliced together at the transition joint bay ("**TJB**") located underground in a concrete vault within the parking lot for Smith Point County Park; (iii) the TJB will be constructed by the Company located on a Right of Way granted by Suffolk County; from the TJB the Transmission Cable will be approximately (320 kV) DC and will run underground parallel to Fire Island Beach Road within the paved Smith Point County Park parking lot on a Right of Way granted by Suffolk County, approximately 2,000 feet west, crossing under the William Floyd Parkway to a recreational area located west of the William Floyd Parkway, located on an Right of Way granted by Suffolk County; (iv) then the Transmission Cable will travel underwater across the intercoastal waterway ("**ICW**") in a Right of Way granted by the Town of Brookhaven, in a northwest direction via a Horizontal Directional Drill approximately 0.5 miles in length to a paved parking lot within the Smith Point Marina along East Concourse Drive, (v) then the Transmission Cable will travel north approximately 800 feet underground pursuant to a Right of Way granted by Suffolk County, then underground east approximately 550 feet following East Concourse Drive pursuant to a Right of Way granted by the Town of Brookhaven, (vi) then underground north approximately 3.6 miles along William Floyd Parkway, located on a Right of Way granted by Suffolk County, to the intersection with Surrey Circle; (vii) then the Transmission Cable will be routed underground along Surrey Circle, pursuant to a Right of Way granted by the Town of Brookhaven, for an approximately 0.1 miles and will continue north along Church Road, pursuant to private easements and/or Right of Ways granted by the Town of Brookhaven, crossing under the Long Island Rail Road ("**LIRR**") to Mastic Boulevard pursuant to a Right of Way by the Metropolitan Transportation Authority ("**MTA**"), (viii) then underground west along Mastic Boulevard, pursuant to a Right of Way granted by the Town of Brookhaven, approximately 0.2 miles to the intersection with Francine

Place, pursuant to a Right of Way granted by the Town of Brookhaven, and underground and north on Francine Place for approximately 0.1 miles to the intersection of Montauk Highway, pursuant to a Right of Way granted by Suffolk County; (ix) then the Transmission Cable will cross under the Montauk Highway to Revilo Avenue, pursuant to a Right of Way granted by the Town of Brookhaven, and continuing underground north along Revilo Avenue for approximately 0.07 miles to the work area for the Sunrise Highway Crossing; (x) then the Transmission Cable will cross under Sunrise Highway, pursuant to a Right of Way granted by the New York State Department of Transportation ("**NYS DOT**"), to Revilo Avenue, continuing underground north to the intersection of Victory Avenue, pursuant to a Right of Way granted by the Town of Brookhaven and then continue west on Victory Avenue, pursuant to a Right of Way granted by Suffolk County, continuing underground, crossing under the Carmans River, approximately 2.1 miles to Horseblock Road; (xi) then the Transmission Cable will continue underground northwest along Horseblock Road, pursuant to a Right of Way granted by Suffolk County, for approximately 3.2 miles before turning north along Columbus Avenue, pursuant to Right of Ways and/or Easements granted by the Town of Brookhaven and the Long Island Power Authority for 100 feet, then under the LIRR pursuant to a Right of Way by the MTA to Horseblock Road North Ramp 80 feet and continuing underground northwest along Horseblock Road North Ramp 190 feet, and then continuing underground along North Horseblock Road 1,400 feet; (xii) then the Transmission Cable will be routed west underground along the Long Island Expressway ("**LIE**") South Service Road, pursuant to a Right of Way granted by the NYS DOT, for approximately 4.1 miles and continue on Waverly Avenue pursuant to a Right of Way granted by the Town of Brookhaven where it will turn south for approximately 0.4 miles to Long Island Avenue pursuant to a Right of Way granted by the Town of Brookhaven; and (xiii) the Transmission Cable will then follow Long Island Avenue west, pursuant to a Right of Way granted by the Town of Brookhaven, to Union Avenue to three (3) new buildings, totaling approximately 55,000 square feet to be constructed by the Company, comprising the Onshore Converter Station located on a 7.1 acre parcel; (collectively, the Transmission Cable will contain a total of approximately 17.5 miles (320 kV)) and up to 1.0 mile (138 kV) of Alternating Current (AC) onshore interconnection cable connecting to the Existing Holbrook Substation which is owned and operated by the Long Island Power Authority (the Company's rights in the Right of Way, collectively, the "**Land**"; and the Company's rights in the personal property and equipment, collectively, the "**Equipment**"; and the Company's rights in the fixtures and improvements to real property, collectively, the "**Improvements**"; and, collectively, the Land, Equipment and the Improvements, the "**Facility**"), which Facility is to be leased and subleased by the Agency to the Company for use in supplying power to the New York State's existing electrical grid and will support off-shore wind and energy goals established by New York State (the "**Project**"); and

WHEREAS, subsequent to submitting the Original Application, the Company submitted an Amendment to Application, dated July 6, 2021, as supplemented and amended on September 7, 2022 (collectively, the "**Amendment**"; and, together with the Original Application, the "**Application**"), which Amendment requested an increase in financial assistance by the Agency, due to an increase in project costs, as more fully described in the Amendment; and

WHEREAS, the Agency will consider the acquisition of a leasehold or other interest in the Land and the Improvements and title to the Equipment and will lease and sublease the Facility to the Company, all pursuant to Title 1 of Article 18-A of the General Municipal Law of

the State of New York, as amended, and Chapter 358 of the Laws of 1970 of the State of New York, as the same may be amended from time to time (collectively, the "**Act**");

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company, in the form of exemptions from sales and use taxes, an exemption from mortgage recording tax and abatement of real property taxes on the Facility, consistent with the policies of the Agency, all to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein; and

WHEREAS, as of the date of this resolution, no determination for financial assistance has been made; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, prior to the date of the Hearing (defined below), the Agency will have made a determination for financial assistance; and

WHEREAS, prior to the closing of the transaction described herein, a public hearing (the "**Hearing**") will be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency or the location or nature of the Facility can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of the transaction described herein, and such notice (together with proof of publication) will be substantially in the form annexed hereto as Exhibit A; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as Exhibit B; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed financial assistance is either an inducement to the Company to maintain the Facility in the Town of Brookhaven or is necessary to maintain the competitive position of the Company in its industry; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "**SEQR Act**" or "**SEQR**"), the Agency constitutes a "State Agency"; and

WHEREAS, the New York State Public Service Commission reviewed the environmental impacts of the Facility in connection with the Project's application for a certificate of environmental compatibility and public need under Article VII of the New York State Public Service Law (Case No. 20-T-0617); and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the leasing of the Facility by the Agency to the Company;

NOW, THEREFORE, BE IT RESOLVED by the Town of Brookhaven Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

Section 1. Based upon the environmental review of the Facility by the New York State Public Service Commission in connection with the Project's application for a certificate of environmental compatibility and public need under Article VII of the New York State Public Service Law and other representations and information furnished by the Company regarding the Facility, the Agency determines that the action relating to the acquisition, construction, equipping and operation of the Facility is a Type II action pursuant to 6 NYCRR § 617.5(c)(44), and that therefore, no further SEQR review is required.

Section 2. The Agency accepts the Amendment to the Original Application.

Section 3. Counsel to the Agency is authorized and directed to work with Transaction Counsel (Nixon Peabody LLP) to prepare, for submission to the Agency, all documents necessary to affect the transactions described in the foregoing resolution.

Section 4. The Chairman, the Chief Executive Officer and all members of the Agency are hereby authorized and directed (i) to distribute copies of this resolution to the Company, and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 5. Any expenses incurred by the Agency with respect to the Facility, including the expenses of Transaction Counsel, shall be paid by the Company. The Company shall agree to pay such expenses and further agree to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 6. This resolution shall take effect immediately.

STATE OF NEW YORK)
) ss:
COUNTY OF SUFFOLK)

I, the undersigned Chief Executive Officer of the Town of Brookhaven Industrial Development Agency, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of the preliminary resolution of the Town of Brookhaven Industrial Development Agency (the "**Agency**") with the original thereof on file in the office of the Agency, and the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on September 27, 2022, at 1 Independence Hill, 2nd Floor, Farmingville, New York 11738, the following members of the Agency were:

Present:	Frederick C. Braun III, Chairman Felix J. Grucci, Jr., Vice Chair (via Zoom) Martin Callahan, Treasurer Gary Pollakusky, Asst. Secretary Frank C. Trotta, Asst. Treasurer Mitchell H. Pally, Member
Recused:	
Excused:	Ann-Marie Scheidt, Secretary
Also Present:	Lisa M. G. Mulligan, Chief Executive Officer Lori LaPonte, Chief Financial Officer Jocelyn Linse, Executive Assistant Terri Alkon, Administrative Assistant Amy Illardo, Director of Marketing Annette Eaderesto, Esq., Counsel to the Agency William F. Weir, Esq., Transaction Counsel Howard Gross, Esq., Transaction Counsel (via Zoom)

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

Voting Aye	Voting Nay
Braun	
Callahan	
Grucci	
Pally	
Pollakusky	
Trotta	

and, therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), (ii) 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 103a and 104, (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 27, 2022.

Chief Executive Officer

EXHIBIT A

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law will be held by the Town of Brookhaven Industrial Development Agency (the "**Agency**") on the 25th day of October, 2022, at 1:00 p.m. local time, at Town of Brookhaven Town Hall, 1 Independence Hill, Farmingville, New York 11738, in connection with the following matters:

Sunrise Wind LLC, a limited liability company organized and existing under the laws of the State of Delaware, on behalf of itself and/or the principals of Sunrise Wind LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Company**"). The Company is a joint venture between Orsted North America, Inc., a global leader in off-shore wind, and Eversource Investments LLC, a national energy leader with expertise in regional energy transmission.

The Company has applied to the Agency, to enter into a transaction in which the Agency will assist in the acquisition, constructing and equipping of an offshore and onshore electricity transmission cable (the "**Transmission Cable**") to be located on land covered by easements, licenses, leases, right of way, permits or other access agreements to be granted from the State of New York, municipalities or other governmental agencies (collectively, the "**Right of Way**") and designed to deliver the power generated by the Sunrise Wind Farm, an offshore renewable energy generation facility (with the capacity to produce approximately 924 MW), consisting of: (i) up to 6.2 miles (320 kV) of Direct Current ("**DC**") Submarine Export Cable from the New York State Territorial Waters Boundary located approximately 3.0 nautical miles offshore from Fire Island located on a Right of Way granted from the State of New York, then to the eastern portion of Smith Point County Park on Fire Island; (ii) then up to 1,575 feet onshore and underground where the Transmission Cable will be spliced together at the transition joint bay ("**TJB**") located underground in a concrete vault within the parking lot for Smith Point County Park; (iii) the TJB will be constructed by the Company located on a Right of Way granted by Suffolk County; from the TJB the Transmission Cable will be approximately (320 kV) DC and will run underground parallel to Fire Island Beach Road within the paved Smith Point County Park parking lot on a Right of Way granted by Suffolk County, approximately 2,000 feet west, crossing under the William Floyd Parkway to a recreational area located west of the William Floyd Parkway, located on an Right of Way granted by Suffolk County; (iv) then the Transmission Cable will travel underwater across the intercoastal waterway ("**ICW**") in a Right of Way granted by the Town of Brookhaven, in a northwest direction via a Horizontal Directional Drill approximately 0.5 miles in length to a paved parking lot within the Smith Point Marina along East Concourse Drive, (v) then the Transmission Cable will travel north approximately 800 feet underground pursuant to a Right of Way granted by Suffolk County, then underground east approximately 550 feet following East Concourse Drive pursuant to a Right of Way granted by the Town of Brookhaven, (vi) then underground north approximately 3.6 miles along William Floyd Parkway, located on a Right of Way granted by Suffolk County, to the intersection with Surrey Circle; (vii) then the Transmission Cable will be routed underground

along Surrey Circle, pursuant to a Right of Way granted by the Town of Brookhaven, for an approximately 0.1 miles and will continue north along Church Road, pursuant to private easements and/or Right of Ways granted by the Town of Brookhaven, crossing under the Long Island Rail Road ("**LIRR**") to Mastic Boulevard pursuant to a Right of Way by the Metropolitan Transportation Authority ("**MTA**"), (viii) then underground west along Mastic Boulevard, pursuant to a Right of Way granted by the Town of Brookhaven, approximately 0.2 miles to the intersection with Francine Place, pursuant to a Right of Way granted by the Town of Brookhaven, and underground and north on Francine Place for approximately 0.1 miles to the intersection of Montauk Highway, pursuant to a Right of Way granted by Suffolk County; (ix) then the Transmission Cable will cross under the Montauk Highway to Revilo Avenue, pursuant to a Right of Way granted by the Town of Brookhaven, and continuing underground north along Revilo Avenue for approximately 0.07 miles to the work area for the Sunrise Highway Crossing; (x) then the Transmission Cable will cross under Sunrise Highway, pursuant to a Right of Way granted by the New York State Department of Transportation ("**NYS DOT**"), to Revilo Avenue, continuing underground north to the intersection of Victory Avenue, pursuant to a Right of Way granted by the Town of Brookhaven and then continue west on Victory Avenue, pursuant to a Right of Way granted by Suffolk County, continuing underground, crossing under the Carmans River, approximately 2.1 miles to Horseblock Road; (xi) then the Transmission Cable will continue underground northwest along Horseblock Road, pursuant to a Right of Way granted by Suffolk County, for approximately 3.2 miles before turning north along Columbus Avenue, pursuant to Right of Ways and/or Easements granted by the Town of Brookhaven and the Long Island Power Authority for 100 feet, then under the LIRR pursuant to a Right of Way by the MTA to Horseblock Road North Ramp 80 feet and continuing underground northwest along Horseblock Road North Ramp 190 feet, and then continuing underground along North Horseblock Road 1,400 feet; (xii) then the Transmission Cable will be routed west underground along the Long Island Expressway ("**LIE**") South Service Road, pursuant to a Right of Way granted by the NYS DOT, for approximately 4.1 miles and continue on Waverly Avenue pursuant to a Right of Way granted by the Town of Brookhaven where it will turn south for approximately 0.4 miles to Long Island Avenue pursuant to a Right of Way granted by the Town of Brookhaven; and (xiii) the Transmission Cable will then follow Long Island Avenue west, pursuant to a Right of Way granted by the Town of Brookhaven, to Union Avenue to three (3) new buildings, totaling approximately 55,000 square feet to be constructed by the Company, comprising the Onshore Converter Station located on a 7.1 acre parcel; (collectively, the Transmission Cable will contain a total of approximately 17.5 miles (320 kV)) and up to 1.0 mile (138 kV) of Alternating Current (AC) onshore interconnection cable connecting to the Existing Holbrook Substation which is owned and operated by the Long Island Power Authority (the Company's rights in the Right of Way, collectively, the "**Land**"; and the Company's rights in the personal property and equipment, collectively, the "**Equipment**"; and the Company's rights in the fixtures and improvements to real property, collectively, the "**Improvements**"; and, collectively, the Land, Equipment and the Improvements, the "**Facility**"), which Facility is to be leased and subleased by the Agency to the Company for use in supplying power to the New York State's existing electrical grid and will support off-shore wind and energy goals established by New York State (the "**Project**"). The Facility will be initially owned, operated and/or managed by the Company.

The Transmission Cable route travels through the following school district and special districts: (1) William Floyd School District; (2) South Country School District; (3) Longwood

School District; (4) Patchogue Medford School District; (5) Sachem School District; (6) Mastic Beach Fire Department; (7) Mastic Fire Department; (8) Brookhaven Fire Department; (9) Medford Fire Department; and (10) Holtsville Fire Department.

The Agency will acquire a subleasehold interest in the Land, a leasehold interest in the Improvements and title to or a leasehold interest in the Equipment and will sub-sublease, sublease and lease the Facility to the Company. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes, an exemption of mortgage recording taxes and abatement of real property taxes, consistent with the policies of the Agency.

A representative of the Agency will, at the above-stated time and place, hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Prior to the hearing, all persons will have the opportunity to review on the Agency's website (https://brookhavenida.org/), the application for financial assistance filed by the Company with the Agency and an analysis of the costs and benefits of the proposed Facility. A map depicting the route of the Transmission Cable will also be uploaded to the Agency's website.

The route of the Transmission Cable is further described with the following metes and bounds description:

[NEED TO ADD METES AND BOUNDS DESCRIPTION]

Due to COVID-19 protocols, all persons attending the Public Hearing will be required to wear face masks and maintain proper social distancing.

Dated: October 14, 2022

TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY

By: Lisa MG Mulligan
Title: Chief Executive Officer

EXHIBIT B

MINUTES OF PUBLIC HEARING HELD ON
OCTOBER 25, 2022 AT 1:00 P.M.

TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY
(SUNRISE WIND LLC 2022 FACILITY)

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1. Lisa MG Mulligan, Chief Executive Officer of the Town of Brookhaven Industrial Development Agency (the "**Agency**") called the hearing to order.

2. Lisa MG Mulligan then appointed herself the hearing officer of the Agency, to record the minutes of the hearing.

3. The hearing officer then described the proposed transfer of the real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility as follows:

4. The hearing officer then opened the hearing for comments from the floor for or against the proposed transfer of real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility. The following is a listing of the persons heard and a summary of their views:

See attached.

5. The hearing officer then asked if there were any further comments, and, there being none, the hearing was closed at 1:40 p.m.

STATE OF NEW YORK)
: SS.:
COUNTY OF SUFFOLK)

I, the undersigned Chief Executive Officer of the Town of Brookhaven Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held by the Town of Brookhaven Industrial Development Agency (the "**Agency**") on October 25, 2022 at 1:00 p.m., local time, electronically, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

IN WITNESS WHEREOF, I have hereunto set my hand as of October 25, 2022.

Lisa MG Mulligan
Chief Executive Officer

Date: December 7, 2022

At a meeting of the Town of Brookhaven Industrial Development Agency (the "**Agency**"), held at 1 Independence Hill, 2nd Floor, Farmingville, New York 11738 on the 7th day of December, 2022, the following members of the Agency were:

Present: Frederick C. Braun III, Chairman
Felix J. Grucci, Jr., Vice Chair (via Zoom)
Martin Callahan, Treasurer
Ann-Marie Scheidt, Secretary (via Zoom)
Gary Pollakusky, Asst. Secretary
Frank C. Trotta, Asst. Treasurer (via Zoom)
Mitchell H. Pally, Member

Recused:

Excused:

Also Present: Lisa M. G. Mulligan, Chief Executive Officer
Lori LaPonte, Chief Financial Officer
Amy Illardo, Director of Marketing and Project Development
John LaMura, Deputy Director
Jocelyn Linse, Executive Assistant
Terri Alkon, Administrative Assistant
Annette Eaderesto, Esq., Counsel to the Agency (via Zoom)
William F. Weir, Esq., Transaction Counsel
Howard Gross, Esq., Transaction Counsel (via Zoom)

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of a leasehold interest in and title to a certain industrial development facility more particularly described below (Sunrise Wind LLC 2022 Facility) and the leasing of the facility to Sunrise Wind LLC.

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

Voting Aye	Voting Nay
F. Braun III	
F. Grucci, Jr.	
M. Callahan	
A. Scheidt	
G. Pollakusky	
F. Trotta	
M. Pally	

RESOLUTION OF THE TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE APPOINTMENT OF SUNRISE WIND LLC, A DELAWARE LIMITED LIABILITY COMPANY, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF SUNRISE WIND LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AS AGENT OF THE AGENCY FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING AND EQUIPPING THE FACILITY, APPROVING THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF SUCH INDUSTRIAL DEVELOPMENT FACILITY AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE FACILITY AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 358 of the Laws of 1970 of the State of New York, as amended from time to time (collectively, the "**Act**"), the Town of Brookhaven 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, Sunrise Wind LLC, a limited liability company organized and existing under the laws of the State of Delaware, on behalf of itself and/or the principals of Sunrise Wind LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Company**"), has applied to the Agency, to enter into a transaction in which the Agency will assist in the acquisition, constructing and equipping of an offshore and onshore electricity transmission cable (the "**Transmission Cable**") to be located on land covered by easements, licenses, leases, right of way, permits or other access agreements to be granted from the State of New York, municipalities or other governmental agencies (collectively, the "**Right of Way**") and designed to deliver the power generated by the Sunrise Wind Farm, an offshore renewable energy generation facility (with the capacity to produce approximately 924 MW), consisting of: (i) up to 6.2 miles (320 kV) of Direct Current ("**DC**") Submarine Export Cable from the New York State Territorial Waters Boundary located approximately 3.0 nautical miles offshore from Fire Island located on a Right of Way granted from the State of New York, then to the eastern portion of Smith Point County Park on Fire Island; (ii) then up to 1,575 feet onshore and underground where the Transmission Cable will be spliced together at the transition joint bay ("**TJB**") located underground in a concrete vault within the parking lot for Smith Point County Park; (iii) the TJB will be constructed by the Company located on a Right of Way granted by Suffolk County; from the TJB the Transmission Cable will be approximately (320 kV) DC and will run underground parallel to Fire Island Beach Road within the paved Smith Point County Park parking lot on a Right of Way granted by Suffolk County, approximately 2,000 feet west, crossing under the William Floyd Parkway to a recreational area located west of the William Floyd Parkway, located on an Right of Way granted by Suffolk County; (iv) then the Transmission Cable will travel underwater across the intercoastal waterway ("**ICW**") in a

Right of Way granted by the Town of Brookhaven, in a northwest direction via a Horizontal Directional Drill approximately 0.5 miles in length to a paved parking lot within the Smith Point Marina along East Concourse Drive, (v) then the Transmission Cable will travel north approximately 800 feet underground pursuant to a Right of Way granted by Suffolk County, then underground east approximately 550 feet following East Concourse Drive pursuant to a Right of Way granted by the Town of Brookhaven, (vi) then underground north approximately 3.6 miles along William Floyd Parkway, located on a Right of Way granted by Suffolk County, to the intersection with Surrey Circle; (vii) then the Transmission Cable will be routed underground along Surrey Circle, pursuant to a Right of Way granted by the Town of Brookhaven, for an approximately 0.1 miles and will continue north along Church Road, pursuant to private easements and/or Right of Ways granted by the Town of Brookhaven, crossing under the Long Island Rail Road ("**LIRR**") to Mastic Boulevard pursuant to a Right of Way by the Metropolitan Transportation Authority ("**MTA**"), (viii) then underground west along Mastic Boulevard, pursuant to a Right of Way granted by the Town of Brookhaven, approximately 0.2 miles to the intersection with Francine Place, pursuant to a Right of Way granted by the Town of Brookhaven, and underground and north on Francine Place for approximately 0.1 miles to the intersection of Montauk Highway, pursuant to a Right of Way granted by Suffolk County; (ix) then the Transmission Cable will cross under the Montauk Highway to Revilo Avenue, pursuant to a Right of Way granted by the Town of Brookhaven, and continuing underground north along Revilo Avenue for approximately 0.07 miles to the work area for the Sunrise Highway Crossing; (x) then the Transmission Cable will cross under Sunrise Highway, pursuant to a Right of Way granted by the New York State Department of Transportation ("**NYS DOT**"), to Revilo Avenue, continuing underground north to the intersection of Victory Avenue, pursuant to a Right of Way granted by the Town of Brookhaven and then continue west on Victory Avenue, pursuant to a Right of Way granted by Suffolk County, continuing underground, crossing under the Carmans River, approximately 2.1 miles to Horseblock Road; (xi) then the Transmission Cable will continue underground northwest along Horseblock Road, pursuant to a Right of Way granted by Suffolk County, for approximately 3.2 miles before turning north along Columbus Avenue, pursuant to Right of Ways and/or Easements granted by the Town of Brookhaven and the Long Island Power Authority for 100 feet, then under the LIRR pursuant to a Right of Way by the MTA to Horseblock Road North Ramp 80 feet and continuing underground northwest along Horseblock Road North Ramp 190 feet, and then continuing underground along North Horseblock Road 1,400 feet; (xii) then the Transmission Cable will be routed west underground along the Long Island Expressway ("**LIE**") South Service Road, pursuant to a Right of Way granted by the NYS DOT, for approximately 4.1 miles and continue on Waverly Avenue pursuant to a Right of Way granted by the Town of Brookhaven where it will turn south for approximately 0.4 miles to Long Island Avenue pursuant to a Right of Way granted by the Town of Brookhaven; and (xiii) the Transmission Cable will then follow Long Island Avenue west, pursuant to a Right of Way granted by the Town of Brookhaven, to Union Avenue to three (3) new buildings, totaling approximately 55,000 square feet to be constructed by the Company, comprising the Onshore Converter Station located on a 7.1 acre parcel; (collectively, the Transmission Cable will contain a total of approximately 17.5 miles (320 kV)) and up to 1.0 mile (138 kV) of Alternating Current (AC) onshore interconnection cable connecting to the Existing Holbrook Substation which is owned and operated by the Long Island Power Authority (the Company's rights in the Right

of Way, collectively, the "**Land**"; and the Company's rights in the personal property and equipment, collectively, the "**Equipment**"; and the Company's rights in the fixtures and improvements to real property, collectively, the "**Improvements**"; and, collectively, the Land, Equipment and the Improvements, the "**Facility**"), which Facility is to be leased and subleased by the Agency to the Company for use in supplying power to the New York State's existing electrical grid and will support off-shore wind and energy goals established by New York State (the "**Project**"); and

WHEREAS, the Company is a joint venture between Orsted North America, Inc., a global leader in off-shore wind, and Eversource Investments LLC, a national energy leader with expertise in regional energy transmission; and

WHEREAS, the Agency, by resolution duly adopted on September 27, 2022 (the "**Inducement Resolution**"), decided to proceed under the provisions of the Act; and

WHEREAS, the Company will acquire easement rights in the Land and will sublease the easement rights in the Land to the Agency; and

WHEREAS, the Agency will acquire a subleasehold interest in the easement rights in the Land and a leasehold interest in the Improvements pursuant to a certain Company Lease and Assignment of Easement Agreement, dated as of December 1, 2022 or such other date as the Chairman, the Chief Executive Officer of the Agency and counsel to the Agency shall agree (the "**Company Lease**"), by and between the Company and the Agency; and

WHEREAS, the Agency will acquire title to the Equipment pursuant to a certain Bill of Sale, dated the Closing Date (as defined in the hereinafter defined Lease Agreement) (the "**Bill of Sale**"), from the Company to the Agency; and

WHEREAS, the Agency will sub-sublease the easement rights in the Land, sublease the Improvements and lease the Equipment to the Company pursuant to a certain Lease and Project and Assignment of Easement Agreement, dated as of December 1, 2022 or such other date as the Chairman, the Chief Executive Officer of the Agency and counsel to the Agency shall agree (the "**Lease Agreement**"), by and between the Agency and the Company; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of: (i) exemptions from sales and use taxes in an approximate amount not to exceed $24,150,000, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, and (ii) abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A-1 hereof); and

WHEREAS, in connection with the abatement of real property taxes as set forth in the PILOT Schedule on Exhibit A-1 hereof, the current pro-rata allocation of PILOT payments to each affected tax jurisdiction in accordance with Section 858(15) of the Act and the estimated difference between the real property taxes on the Facility and the PILOT payments set forth on the PILOT Schedule on Exhibit A-1 hereof are more fully described in the Cost Benefit Analysis ("**CBA**") developed by the Agency in accordance with the

provisions of Section 859-a(5)(b) of the Act, a copy of which CBA is attached hereto as Exhibit B; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "**SEQR Act**" or "**SEQR**"), the Agency constitutes a "State Agency"; and

WHEREAS, the New York State Public Service Commission reviewed the environmental impacts of the Facility in connection with the Project's application for a certificate of environmental compatibility and public need under Article VII of the New York State Public Service Law (Case No. 20-T-0617), which was granted on November 17, 2022; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed Facility is either an inducement to the Company to maintain and expand the Facility in the Town of Brookhaven or is necessary to maintain the competitive position of the Company in its industry; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the sub-subleasing, subleasing and leasing of the Facility by the Agency to the Company.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. Based upon the environmental review of the Facility by the New York State Public Service Commission in connection with the Project's application for a certificate of environmental compatibility and public need under Article VII of the New York State Public Service Law and other representations and information furnished by the Company regarding the Facility, the Agency determines that the action relating to the acquisition, construction, equipping and operation of the Facility is a Type II action pursuant to 6 NYCRR § 617.5(c)(44) (actions requiring a certificate of environmental compatibility and public need under Article VII of the Public Service Law), and that therefore, no further SEQR review is required.

Section 2. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) The acquisition, construction and equipping of the Facility and the leasing of the Facility to the Company, will (i) promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Town of Brookhaven, and the State of New York and improve their standard of living and thereby serve the public purposes of the Act, and (ii) provide clean, reliable offshore wind energy that will increase the amount and availability of renewable energy to the Town of Brookhaven and surrounding communities; and

(d) The acquisition, construction and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and counsel to the Company, the Facility conforms with the local zoning laws and planning regulations of the Town of Brookhaven, Suffolk County, and all regional and local land use plans for the area in which the Facility is located; and

(f) It is desirable and in the public interest for the Agency to lease the Facility to the Company; and

(g) The Company Lease will be an effective instrument whereby the Agency subleases the easements rights in the Land and leases the Improvements from the Company; and

(h) The Lease Agreement will be an effective instrument whereby the Agency sub-subleases, subleases and leases the Facility to the Company, the Agency and the Company set forth the terms and conditions of their agreement regarding payments-in-lieu of taxes, the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will describe the circumstances in which the Agency may recapture some or all of the benefits granted to the Company.

Section 3. The Agency has assessed all material information included in connection with the Company's application for financial assistance, including but not limited to, the cost-benefit analysis prepared by the Agency and such information has provided the Agency a reasonable basis for its decision to provide the financial assistance described herein to the Company.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (i) sublease the easements rights in the Land and lease the Improvements from the Company pursuant to the Company Lease, (ii) execute, deliver and perform the Company Lease, (iii) lease, sublease and sub-sublease the Facility to the Company pursuant to the Lease Agreement, and (iv) execute, deliver and perform the Lease Agreement.

Section 5. The Agency is hereby authorized to acquire the real property and personal property described in Exhibit A and Exhibit B, respectively, to the Lease Agreement, and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 6. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the acquisition, construction and equipping of the Facility in the form of: (i) exemptions from sales and use taxes in an approximate amount not to exceed $24,150,000, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, and (ii) abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A-1 hereof), all consistent with the policies of the Agency. In connection with the abatement of real property taxes as set forth in the PILOT Schedule on Exhibit A-1 hereof, the current pro-rata allocation of PILOT payments to each affected tax jurisdiction in accordance with Section 858(15) of the Act and the estimated difference between the real property taxes on the Facility and the PILOT payments set forth on the PILOT Schedule on Exhibit A-1 hereof are more fully described in the CBA developed by the Agency in accordance with the provisions of Section 859-a(5)(b) of the Act, a copy of which CBA is attached hereto as Exhibit B.

Section 7. Subject to the provisions of this resolution, the Company is herewith and hereby appointed the agent of the Agency to acquire, construct and equip the Facility. The Company is hereby empowered to delegate its status as agent of the Agency to its agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company may choose in order to acquire, construct and equip the Facility. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company as agents of the Agency solely for purposes of making sales or leases of goods, services and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company, as agent of the Agency, shall be deemed to be on behalf of the Agency and for the benefit of the Facility. This agency appointment expressly excludes the purchase by the Company of any motor vehicles, including any cars, trucks, vans or buses which are licensed by the Department of Motor Vehicles for use on public highways or streets. The Company shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company, as agent of the Agency. The aforesaid appointment of the Company as agent of the Agency to acquire, construct and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, (b) a date which the Agency designates, or (c) the date on which the Company has received exemptions from sales and use taxes in an amount not to exceed $24,150,000, in connection with the purchase or lease of equipment, building materials, services or other personal property; provided however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time. The aforesaid appointment of the Company is subject to the completion of the transaction and the execution of the documents contemplated by this resolution.

Section 8. The Company is hereby notified that it will be required to comply with Section 875 of the Act. The Company shall be required to agree to the terms of Section 875 pursuant to the Lease Agreement. The Company is further notified that the tax exemptions and abatements provided pursuant to the Act and the appointment of the Company as agent of the Agency pursuant to this Authorizing Resolution are subject to termination and

recapture of benefits pursuant to Sections 859-a and 875 of the Act and the recapture provisions of the Lease Agreement.

Section 9. The form and substance of the Company Lease and the Lease Agreement (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 10.

(a) The Chairman, the Chief Executive Officer of the Agency or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Company Lease and the Lease Agreement, each in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, the Chief Executive Officer of the Agency or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "**Agency Documents**"). The execution thereof by the Chairman, the Chief Executive Officer of the Agency or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, the Chief Executive Officer of the Agency or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 11. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 12. Any expenses incurred by the Agency with respect to the Facility shall be paid by the Company. The Company agrees to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 13. This resolution shall take effect immediately.

STATE OF NEW YORK)
: SS.:
COUNTY OF SUFFOLK)

I, the undersigned Chief Executive Officer of the Town of Brookhaven Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Town of Brookhaven Industrial Development Agency (the "**Agency**"), including the resolutions contained therein, held on the 7th day of December, 2022, 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.

That the Agency Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 7th day of December, 2022.

By: _____
Chief Executive Officer

EXHIBIT A-1

Proposed PILOT Schedule

Schedule of payments-in-lieu-of-taxes: Town of Brookhaven, (including any existing incorporated village and any village which may be incorporated after the date hereof, within which the Facility is wholly or partially located), the following school districts: (1) William Floyd School District; (2) South Country School District; (3) Longwood School District; (4) Patchogue Medford School District; and (5) Sachem School District, Suffolk County and Appropriate Special Districts

Property Addresses: See Exhibit A-2

Tax Map Nos. See Exhibit A-2

School Districts: (1) William Floyd School District; (2) South Country School District; (3) Longwood School District; (4) Patchogue Medford School District; and (5) Sachem School District

Year	PILOT Amount
1	$1,120,000
2	$1,120,000
3	$1,120,000
4	$1,120,000
5	$1,120,000
6	$1,120,000
7	$1,120,000
8	$1,120,000
9	$1,120,000
10	$1,120,000
11	$1,120,000
12	$1,120,000
13	$1,120,000
14	$1,120,000
15	$1,120,000
16	$1,120,000
17	$1,120,000
18	$1,120,000
19	$1,120,000
20	$1,120,000
21	$1,120,000
22	$1,120,000
23	$1,120,000
24	$1,120,000
25	$1,120,000

Exhibit A-2

Physical Addresses and Tax Map Nos.

Physical Address	Tax Map No.	Owner	Zoning	School District	Fire District	Police Precinct
Cable Parcels						
Offshore off of Smith Point County Park (Atlantic Ocean)	0200-985.50-02.00-001.000	New York State	N/A	N/A	N/A	SCPD South Station 9
Smith Point County Park	0200-988.10-01.00-001.000	County of Suffolk	Residence District	William Floyd School District	Mastic Beach Fire Department	SCPD South Station 9
	0200-987.90-01.00-001.000	County of Suffolk	Residence District			
Great South Bay Mastic, New York	0200-985.60-01.00-001.001	Town of Brookhaven	N/A	William Floyd School District	Mastic Beach Fire Department	SCPD South Station 9
Smith Point County Marina	0200-985.10-01.00-004.000	County of Suffolk	A5	William Floyd School District	Mastic Beach Fire Department	SCPD 7th Precinct
	0200-985.10-01.00-002.000	County of Suffolk	A5			
	0200-984.40-04.00-076.000	County of Suffolk	A5			
	0200-984.40-04.00-077.000	County of Suffolk	A5			
	0200-984.40-04.00-078.000	County of Suffolk	A5			
William Floyd Parkway	N/A	County of Suffolk	N/A	William Floyd School	Mastic Beach & Mastic Fire Department	SCPD 7th Precinct
Surrey Circle	N/A	Town of Brookhaven	N/A	William Floyd School District	Brookhaven Fire Department	SCPD 7th Precinct
Northern Boulevard	N/A	Town of Brookhaven	N/A			
Church Street (Paper Road)	N/A	Private Road	N/A			
No # William Floyd Parkway Mastic New York	0200-880.00-01.00-007.000	MTA/LIRR	A1			
Mastic Boulevard	N/A	Town of Brookhaven	N/A			
Francine Place	N/A	Town of Brookhaven	N/A			
Montauk Highway	N/A	County of Suffolk	N/A			
Revilo Avenue	N/A	Town of Brookhaven	N/A			
Sunrise Highway Service Road South	N/A	New York State	N/A			
Sunrise Highway	N/A	New York State	N/A			
Sunrise Highway Service Road North	N/A	New York State	N/A			
Revilo Avenue	N/A	Town of Brookhaven	N/A	William Floyd/South Country School District	Brookhaven Fire Department	SCPD 7th Precinct/ SCPD 5th Precinct
No # Victory Avenue Yaphank New York	0200-745.00-01.00-001.000	County of Suffolk	A10			
Victory Avenue	N/A	County of Suffolk	N/A			
Horseblock Road	N/A	County of Suffolk	N/A	South Country School District / Longwood School District / Patchogue Medford School	Brookhaven Fire Department/ Medford Fire Department	SCPD 5th Precinct
Horseblock Road	N/A	County of Suffolk	N/A	Patchogue Medford School District	Medford Fire Department	SCPD 5th Precinct/SCPD 6th Precinct

Street/Tax Address	Tax Map No.	Owner	Zoning	School District	Fire District	Police Precinct
Cable Parcels						
Columbus Avenue	N/A	Town of Brookhaven	N/A	Patchogue Medford School District	Medford Fire Department	SCPD 5th Precinct/SCPD 6th Precinct
No # Horseblock Road Medford, New York	0200-737.00-01.00-008.000	MTA/LIRR	A1			
Horseblock Road North	N/A	County of Suffolk	N/A			
Horseblock Road	N/A	County of Suffolk	N/A			
Long Island Avenue	N/A	Town of Brookhaven	N/A			
Expressway Drive Service Road South	N/A	New York State	N/A	Patchogue Medford School District / Sachem School	Medford Fire/Holtsville Fire Department	SCPD 6th Precinct
Waverly Avenue	N/A	Town of Brookhaven	N/A	Sachem School District	Holtsville Fire Department	SCPD 6th Precinct
Long Island Avenue	N/A	Town of Brookhaven	N/A			
Union Avenue	N/A	Town of Brookhaven	N/A			
Converter Station						
608 Union Avenue Holbrook, New York	0200-766.00-01.00-004.000	608 Union Avenue, LLC	L1	Sachem School District	Holtsville Fire Department	SCPD 6th Precinct
612 Union Avenue Holbrook, New York	0200-766.00-01.00-005.000	Holtsville Products Inc.	L1			
Union Avenue	N/A	Town of Brookhaven	N/A	Sachem School District	Holtsville Fire Department	SCPD 6th Precinct
No # Union Avenue Holbrook, New York	0200-765.00-02.00-001.000	LILCO c/o PSEGLI	L1/C			
Expressway Drive Service Road South	N/A	New York State	N/A			
Long Island Expressway	N/A	New York State	N/A			
Expressway Drive Service Road North	N/A	New York State	N/A			
Washington Avenue	N/A	LILCO c/o PSEGLI	L1/C			

*** Project will request waivers from the Public Service Commission of certain zoning requirements, as noted in the Article VII submission filed therewith.**

All above rights to be acquired by Easements, Licenses, Road Use Agreements and/or Leases

EXHIBIT B

Cost Benefit Analysis