

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
SUPPLEMENTAL RESOLUTION
NIAGARA TRANSFORMER CORP.

A regular meeting of the Erie County Industrial Development Agency was convened on Monday, January 14, 2013 at 9:00 a.m.

The following resolution was duly offered and seconded, to wit:

SUPPLEMENTAL RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE AMENDMENT OF THE INCREASE OF PROJECT BUILDING SQUARE FOOTAGE WITH RESPECT TO THE NIAGARA TRANSFORMER CORP. PROJECT (AS MORE FULLY DESCRIBED BELOW)

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 293 of the Laws of 1970 of the State of New York, as amended (collectively, the "Act"), the ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping civic, industrial, manufacturing, commercial and other facilities as authorized by the Act; and

WHEREAS, NIAGARA TRANSFORMER CORP., for itself or on behalf of an entity formed or to be formed (the "Company") has submitted an application to the Agency (the "Application") requesting the Agency's assistance with respect to certain project located at 1755 Dale Road, Town of Cheektowaga, Erie County, New York (the "Project") consisting of: (i) a 3.20+/- acre parcel of land located at 1755 Dale Road, Town of Cheektowaga, Erie County, New York (the "Land"), (ii) the construction and equipping of improvements thereon of a 29,259+/- SF commercial building for operation of a manufacturing facility to be used for the final assembly, painting and testing of power transformers (the "Improvements"), and (iii) the acquisition and installation by the Company of certain items of machinery, equipment and other tangible personal property (the "Equipment," and collectively with the Land and the Improvements, the "Facility"); and

WHEREAS, on May 16, 2011, the Agency adopted a resolution describing the Project and the financial assistance contemplated by the Agency and also adopted a resolution authorizing the Project and the issuance and the execution and delivery of documents in connection therewith (the "Original Inducement"); and

WHEREAS, the Company has indicated that the Project's Improvements have increased to 45,000+/- SF beyond the 29,259+/- SF initially described to the Agency and as authorized in relation to the Original Inducement (the "Expansion"); and

WHEREAS, pursuant to and in accordance with applicable provisions of the State Environmental Quality Review Act ("SEQR"), the Company has submitted to the Agency a Short Environmental Assessment Form (the "EAF") with respect to the Expansion; and

WHEREAS, pursuant to General Municipal Law Section 859-a, on Friday, January 4, 2013, at the Town of Cheektowaga Town Hall located at 3301 Broadway, Cheektowaga, New York, 14227, the Agency held a public hearing with respect to the Expansion and the proposed financial assistance being contemplated by the Agency (the "Public Hearing") whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; and

WHEREAS, the Agency wishes to amend the Original Inducement and approve this Supplemental Resolution in order to clarify the size of the Project with respect to the Expansion as described herein.

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

Section 1. All recitals, findings and determinations of the Agency contained in the Original Inducement are hereby reaffirmed, ratified, restated and incorporated herein by reference as if set forth herein in their entirety, except as modified by this Resolution.

Section 2. The Expansion involves an "Unlisted Action" as said term is defined pursuant to 6 N.Y.C.R.R. Section 617.2(ak) of the SEQR regulations. The Agency has conducted an uncoordinated review of the Project pursuant to 6 N.Y.C.R.R. Section 617.6(b)(4)(i). Based upon a comprehensive and thorough review by the Agency of the EAF and related documents delivered by the Company to the Agency, the criteria set forth in 6 N.Y.C.R.R. Section 617.7 of the SEQR regulations, and the additional representations made by the Company to the Agency in connection with the Expansion, the Agency hereby finds that the Expansion will not have a potential significant adverse environmental impact warranting the preparation of an environmental impact statement. The Agency thus issues a "negative declaration" as that term is defined pursuant 6 N.Y.C.R.R. Section 617.2(y).

Section 3. The Expansion from 29,259+/- SF to 45,000+/- SF is now hereby confirmed and approved

Section 4. All actions heretofore undertaken by the Agency and the Company as agent of the Agency are ratified and approved and the Agency and the Company, as agent of the Agency, are hereby authorized to undertake the Expansion in tandem with the Project.

Dated: January 14, 2013