

**A RESOLUTION EXTENDING THE INVESTMENT PERIOD
UNDER A FEE AGREEMENT BETWEEN
GREENVILLE COUNTY, SOUTH CAROLINA AND
CONPEARL NORTH AMERICA, INC.**

WHEREAS, Greenville County, South Carolina (the “County”), acting by and through its County Council (the “County Council”) is authorized and empowered under and pursuant to the provisions of Chapter 44, Title 12, South Carolina Code of Laws, 1976, as amended (the “Act”) to enter into agreements with industry whereby industry would pay fees in lieu of *ad valorem* taxes with respect to qualified economic development property; through which powers the industrial development of the State of South Carolina will be promoted and trade developed by inducing manufacturing and commercial enterprises to locate or remain in the State of South Carolina and thus utilize and employ the manpower, products and resources of the State and benefit the general public welfare of the County by providing services, employment, recreation or other public benefits not otherwise provided locally; and

WHEREAS, ConPearl North America, Inc., a corporation formerly incorporated in the State of Michigan, but now duly domesticated and existing under the laws of the State of South Carolina, (the “Company”) and the County entered into that certain Fee Agreement dated September 18, 2012 (the “Fee Agreement”) with respect to the acquisition by construction, purchase and/or leasing of certain land, buildings other improvements on the land, machinery, equipment, facilities and furnishings to be installed therein for the purpose of operating a manufacturing facility in the County (the “Project”) and to provide for payments in lieu of tax with respect to the Project by the Company; and

WHEREAS, the Fee Agreement provided for a Project Period beginning on September 1, 2012 and ending on the Threshold Date, meaning five (5) years after the last day of the property tax year in which the initial Project Increment is placed in served.

WHEREAS, pursuant to Section 12-44-30(13) of the Act, the Company has applied to the County for an extension of the investment period (as defined therein but referred to in the Fee Agreement and hereinafter as the “Project Period”), for a period of three additional years; and

WHEREAS, the County has considered the Company’s extension request.

NOW, THEREFORE, BE IT RESOLVED, by the County Council as follows:

Section 1. It is hereby found, determined and declared on the basis of the information supplied to it by the Company as follows:

a. The Project and the requested extension are anticipated to benefit substantially the general public welfare of the County by providing services, employment, recreation or other public benefits not otherwise adequately provided locally.

b. The Project and the requested extension give rise to no pecuniary liability of the County or any incorporated municipality or a charge against the general credit or taxing power of either.

c. The purposes to be accomplished by the Project and the requested extension are proper governmental and public purposes, and the benefits of the Project to the public will be greater than the costs.

Section 2. Pursuant to the Act, the County hereby approves the Company's request for an extension of the Project Period for three (3) additional years. Accordingly, the Threshold Date, as defined in the Fee Agreement, is extended to a total of eight (8) years after the last day of the property tax year in which the initial Project Increment is placed in service.

Section 3. The extension provided for in this resolution shall automatically become effective upon the passage of this resolution by the County Council without the requirement of any additional documentation or action on the part of either the Company or the County. To the extent of any conflict between the terms of the Fee Agreement and the terms of this resolution, the terms of this resolution shall control and the Fee Agreement is hereby deemed automatically modified and amended as provided above upon passage of this resolution.

Section 4. All capitalized terms not defined herein have the same meaning as provided in the Fee Agreement.

Section 5. All prior orders, ordinances, agreements, resolutions and parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed or amended. This resolution shall take effect and be in full force from and after its passage by the County Council.

Done, adopted and passed in meeting duly assembled this _____ day of _____, 2017.

GREENVILLE COUNTY, SOUTH CAROLINA

By: _____
Chairman, County Council of Greenville
County, South Carolina

By: _____
County Administrator of Greenville
County, South Carolina

ATTEST:

By: _____
Clerk, County Council of Greenville
County, South Carolina