

## JOINDER AGREEMENT

This **JOINDER AGREEMENT** is made effective this \_\_\_ day of \_\_\_, 2024, by and among **MISCKY INDUSTRIAL 24 II, LLC**, an Illinois limited liability company (“**MISCKY**”); **INTERNATIONAL VITAMIN CORPORATION**, a Delaware limited liability company (the “**Sponsor**”); and **GREENVILLE COUNTY, SOUTH CAROLINA**, a body politic and corporate and a political subdivision of the State of South Carolina (the “**State**”), acting by and through the Greenville County Council (the “**County Council**”) as the governing body of Greenville County (the “**County**”). Reference is hereby made to the Fee in Lieu of Tax Agreement dated June 19, 2018, as amended on December 5, 2023, between the County and the Sponsor (the “**Fee Agreement**”).

**WHEREAS**, **MISCKY**, an Affiliate of the Sponsor, desires to invest in the Project; and

**WHEREAS**, the Sponsor desires, pursuant to Section 5.13 of the Fee Agreement, to designate **MISCKY** as a Sponsor Affiliate in order to extend the benefits of the Fee agreement to the investments in the Project made by **MISCKY**, and the County is willing to execute this Joinder Agreement in order to effectuate such joinder.

**NOW, THEREFORE**, for and in consideration of the respective representations and agreements hereinafter contained, the parties hereto agree as follows:

### **1. Designation by Sponsor.**

Pursuant to Section 5.13 of the Fee Agreement, the Sponsor hereby designates **MISCKY** as a Affiliate and a party to the Fee Agreement.

### **2. Joinder to Fee Agreement.**

**MISCKY** hereby: (a) joins as a party to, and agrees to be bound by and subject to all of the terms and conditions of the Fee Agreement applicable to Sponsor Affiliates; (b) receives the benefits as provided under the Fee Agreement with respect to the Economic Development Property placed in service by **MISCKY** as a Sponsor Affiliate as if it were a Sponsor, commencing with investments made in 2024; and (c) represents it qualifies or will qualify as a Sponsor Affiliate under the Fee Agreement and Section 12-4430(20) and Section 12-44-130 of the FILOT Act.

### **3. Representations of the Sponsor Affiliate.**

**MISCKY** represents and warrants to the County as follows:

(a) **MISCKY** has the power to enter into this Joinder Agreement.

(b) **MISCKY**'s execution and delivery of this Joinder Agreement, and its compliance with the provisions of this Joinder Agreement, do not result in a default, not waived or cured, under any agreement or instrument to which it is now a party or by which it is bound.

### **4. Filings by Sponsor Affiliate.**

**MISCKY** shall report all Economic Development Property on an annual PT-300S (or successor form), to be filed with the South Carolina Department of Revenue.

**5. Consent of County.**

The County hereby consents to the addition of MISCKY as a Sponsor Affiliate to the Fee Agreement.

**6. Governing Law.**

This Joinder Agreement is governed by and construed according to the laws of the State of South Carolina, without regard to principles of choice of law.

**7. Notice.**

Notices to MISCKY as a Sponsor Affiliate under Section 7.01 of the Fee Agreement shall be sent to:

MISCKY Industrial 24, LLC.  
2201 N Willenborg St., STE. 2  
Effingham, IL 62401

**8. Capitalized Terms.**

Capitalized terms not defined herein shall have the meaning assigned to them in the Fee Agreement.

[Signature pages follow.]

**IN WITNESS WHEREOF**, the County, acting by and through the County Council, has caused this Joinder Agreement to be executed in its name and behalf by the County Administrator and to be attested by the Clerk of the County Council; and the Sponsor and MISCKY have caused this Joinder Agreement to be executed by its respective duly authorized officers, all as of the day and year first above written.

**GREENVILLE COUNTY, SOUTH CAROLINA**

(SEAL)

By: \_\_\_\_\_  
Chairman of County Council

By: \_\_\_\_\_  
County Administrator

**ATTEST:**

Clerk to County Council of  
Greenville County, South Carolina

*[Signature Page 1 to Joinder Agreement]*

\_\_\_\_\_

**INTERNATIONAL VITAMIN CORPORATION**

Signature: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**MISCKY INDUSTRIAL 24 II, LLC**

Signature: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

*[Signature Page 2 to Joinder Agreement]*