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RESOLUTION NO. 2016-30

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF WHITESTOWN, INDIANA APPROVING PERSONAL PROPERTY TAX DEDUCTIONS IN WHITESTOWN ERA #1 UNDER INDIANA CODE 6-1.1-12.1

AMERISOURCEBERGEN DRUG CORPORATION

WHEREAS, the Town Council of the Town of Whitestown, Indiana (respectively, the "Town Council" and the "Town"), pursuant to Indiana Code 6-1.1-12.1 (the "Act") and Resolution No. 2005-1, declared an area which is situated within the Town consisting of approximately 188 acres, located generally north of County Road 550 South and between State Road 267 and Indianapolis Road; and east of Indianapolis Road north and south of the interchange of Indianapolis Road, State Road 267 and 1-65, partly in Perry Township and partly in Worth Township, as an economic revitalization area and designated as the Whitestown ERA #1 (the "ERA #1"); and

WHEREAS, the Town Council has been advised by AmerisourceBergen Drug Corporation (collectively, the "Applicant") of the proposed installation of (i) certain pharmaceutical distribution equipment, (ii) related warehouse equipment, (iii) warehouse racking, (iv) logistical distribution equipment, and (v) certain other related equipment and building upgrades (the "Project") at 5290 Performance Way, in the Town of Whitestown, Indiana (the "Site"), all as more particularly described in the Abatement Application of the Applicant which is attached hereto as Exhibit A and incorporated herein by reference (the "Application"); and

WHEREAS, the Applicant anticipates increases in the assessed value of its personal property by reason of its Project and has requested a traditional personal property tax abatement for a period of ten (10) years with respect to such anticipated increases; and

WHEREAS, the Town Council has received from the Applicant its Application which includes its Statements of Benefits; and

WHEREAS, the Site is located in an allocation area, as such term is defined in Indiana Code 36-7-14-39, established by the Town; and

WHEREAS, the Town Council has reviewed the information brought to its attention and hereby determines that it is in the best interest of the Town to approve a traditional personal property tax deduction for the Project for a period of ten (10) years pursuant to Indiana Code 6-1.1-12.1.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF WHITESTOWN, INDIANA, as follows:

1. The Clerk-Treasurer is hereby authorized to make all filings necessary or desirable, to publish all notices required by the Act, and to take all other necessary actions to carry out the purposes and intent of this Resolution and the deductions approved hereunder.

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2. The Town Council hereby makes the following affirmative findings in regards to the Application:

a. the estimate of the cost of the new pharmaceutical distribution equipment, related warehouse equipment, warehouse racking, related building upgrades and other related equipment is reasonable for equipment of that type;

b. the estimate of the number of individuals who will be employed or whose employment will be retained can be reasonably expected to result from the proposed installation of new pharmaceutical distribution equipment, related warehouse equipment, warehouse racking, related building upgrades and other related equipment;

c. the estimate of the annual salaries of those individuals who will be employed or whose employment will be retained can be reasonably expected to result from the proposed installation of new pharmaceutical distribution equipment, related warehouse equipment, warehouse racking, related building upgrades and other related equipment;

d. the other benefits about which information was requested are benefits that can be reasonably expected to result from the proposed installation of new pharmaceutical distribution equipment, related warehouse equipment, warehouse racking, related building upgrades and other related equipment; and

e. the totality of benefits is sufficient to justify the deductions.

3. As an inducement for the Applicant to invest in the Site, the Application is hereby approved effective upon adoption of this Resolution and subject to the Applicant meeting the following conditions:

a. The Applicant shall annually file with the Town Council the required Form CF-1/PP, demonstrating its substantial compliance with the investment, wage, and employment estimates set forth in its Statements of Benefits (Form SB-1/PP) as presented to and approved by the Town Council; and

b. The Applicant shall provide the Town Council an annual update regarding the timing of the construction and installation of the improvements on the Project.

4. The provisions of Indiana Code 6-1.1-12.1-12 are expressly incorporated into this Resolution.

5. The provisions of this Resolution shall be subject in all respects to the Act and any amendments thereto.

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6. This Resolution shall take effect upon its adoption, and shall entitle the Applicant to deductions for personal property taxes for the Project as provided in Indiana Code 6-1.1-12.1-4.5 for a period of ten (10) years and in accordance with the following abatement schedule:

Year	% of Assessed Value Exempt From Personal Property Taxes
1	100%
2	95%
3	80%
4	65%
5	50%
6	40%
7	30%
8	20%
9	10%
10	5%

Consistent with Indiana law, the first year of abatement for personal property taxes shall commence on the assessment date immediately following the installation of the new pharmaceutical distribution equipment, related warehouse equipment, warehouse racking, related building upgrades and other related equipment described in the Applicant's Form SB-1/PP.

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ADOPTED this 15th day of June, 2016.

Eric Miller, President

Susan Austin, Council Member

Clinton Bohm, Council Member

Jeff Wishek, Council Member

Kevin Russell, Council Member

ATTEST:

Matt Sumner, Clerk-Treasurer

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EXHIBIT A

Tax Abatement Application

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Town of Whitestown, Indiana
Personal Property Tax Abatement Application
Project Questionnaire

1. Name of the company for which personal property tax abatement is being requested: AmerisourceBergen Drug Company

2. State the name, title, address, telephone number and e-mail address of a company representative who may be contacted concerning this application:

Name and Title: David Heilman, Property & Sales Tax Manager

Address: 227 Washington Street, Conshohocken, PA 19428

Telephone: 610.727.7475

E-Mail Address: dheilman@amerisourcebergen.com

3. State the name, title, address, telephone number and e-mail address of a company representative responsible for filing the required annual compliance forms (Form CF-1) which will be used by the Town to determine if your company is compliant with the terms of the abatement application, including Form SB-1, and whether the abatement will continue or be terminated (the contact should be made aware of the compliance form's importance).

Name and Title: David Heilman, Property & Sales Tax Manager

Address: 227 Washington Street, Conshohocken, PA 19428

Telephone: 610.727.7475

E-Mail Address: dheilman@amerisourcebergen.com

4. Location of property for which personal property tax abatement is being sought:

a) Street Address: 5290 Performance Way, Whitestown, Indiana

b) Tax Parcel Number(s): There are 2 parcels for the property. Each of their parcel IDs have been included.

Parcel ID – 020-02280-03
State Parcel ID – 06-07-35-00-002.005-020

Parcel ID – 018-02280-03
State Parcel ID – 06-07-26-000-001.003-019

Attach a legal description and area map of the proposed project location.

5. What is the amount of the most recent assessment attributable to (this information is available on the most recent property tax form) the equipment at the project location:

Not applicable. Building is currently under construction.

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6. Has this project or tax abatement request been discussed with the President of the Whitestown Redevelopment Commission and/or President of the Whitestown Town Council? __x__ Yes _____ No

7. Does your company currently conduct manufacturing operations, research and development, distribution and/or information technology research at this location? If so, how long has your company been at this location?
No, this will be a new location for the Company.

8. Does your business have other operations in Indiana? If so, please list the location of the other operations. MWI, a wholly owned subsidiary of AmerisourceBergen acquired in 2015, has a distribution center located at 3990 Perry Boulevard, Whitestown, IN. However, this location is not relevant to the operations at this new location.

9. What is the size of the facility in which the equipment will be installed?
300,000 square feet.

10. On a separate page, briefly describe the (i) product(s) manufactured, (ii) research and development conducted, (iii) the product distribution and/or (iv) the information technology conducted, by your company.

11. On a separate page, briefly describe the equipment to be installed by your company at the project location.

12. Has the new equipment been installed (Please note that State statute requires applicants to delay installation until after abatement has been granted)?

_____ Yes __x__ No

13. What is the anticipated date for installation to begin? Q3/Q4 2016

14. What is the anticipated date for project completion? Full operational capacity is expected Q4 2017.

15. Does the equipment being installed serve the same function as the equipment currently in place at the facility?

_____ Yes __x__ No

a) If no, please describe the new functions to be performed by the new equipment:
No, currently there are no functions being performed as the building is currently under construction.

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b) What is the estimated value of the equipment to be purchased for which personal property tax abatement is being requested? $26,500,000

16. Complete the following profile of the Company that will occupy the property for which tax abatement is being requested:

a) Number of current full time permanent hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled None Average hourly wage rate for skilled positions Not applicable

Semi-skilled None Average hourly wage rate for semi-skilled positions Not applicable

Clerical None Average hourly wage rate for clerical positions Not applicable

Salaried None Average salary (per hour) for salaried positions Not applicable

TOTAL NUMBER OF EXISTING EMPLOYEES (permanent and full-time)
None. This will be a new facility.

b) Number of current part-time hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled None Average hourly wage rate for skilled positions Not applicable

Semi-skilled None Average hourly wage rate for semi-skilled positions Not applicable

Clerical None Average hourly wage rate for clerical positions Not applicable

TOTAL NUMBER OF EXISTING EMPLOYEES (part-time)
None. This will be a new facility.

c) Approximate value of benefits for existing and new employees on a per hour basis (e.g. benefits are valued at an additional $3.00 per hour, etc.) $4.00 per hour (on top of wages/salary)

d) Summary of benefits for existing and new employees.
Standard benefits are offered for qualifying employees including health insurance, dental insurance, vision insurance, 401K, etc.

e) Number of created full-time permanent hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled 0 Average hourly wage rate for skilled positions Not applicable

Semi-skilled 94 Average hourly wage rate for semi-skilled positions $15.42

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Clerical 7 Average hourly wage rate for clerical positions $19.42

Salaried 19 Average salary (per hour) for salaried positions $32.40

TOTAL NUMBER OF NEW EMPLOYEES (permanent and full-time)
120

f) Number of created part-time hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled None Average hourly wage rate for skilled positions Not applicable

Semi-skilled None Average hourly wage rate for semi-skilled positions Not applicable

Clerical None Average hourly wage rate for clerical positions Not applicable

Salaried None Average salary (per hour) for salaried positions Not applicable

TOTAL NUMBER OF NEW EMPLOYEES (part-time)
None. All new employees will be full-time.

g) What is the total dollar amount to be spent on new salaries? $4,577,760 annually excluding benefits & bonuses. $5,493,312 annually including bonuses.

h) Provide schedule for when new employee positions are expected to be filled.
120 new full-time employees will be hired in calendar year 2017.

17. On a separate page, please give a detailed description of what the impact on your business will be if the new equipment is not installed (e.g. loss of jobs, contract cancellations, loss of production, change in location, etc.).

18. What is the term of the tax abatement requested (maximum 10 years). 10 years

19. Attach a schedule of the proposed tax abatement percentages in each year (note, if the proposed tax abatement schedule is other than a traditional tax abatement schedule the Town may impose additional fees for consideration).

Example (note this is a traditional 10 year abatement schedule)

Year	% of Assessed Value Exempt From Personal Property Taxes
1	100%
2	95%
3	80%
4	65%
5	50%
6	40%

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7	30%
8	20%
9	10%
10	5%

20. Complete the following schedule concerning the proposed personal property taxes to be abated and include on a separate page the worksheets for calculating the figures provided below:

I. Projected Current Conditions Without Abatement

A. Current Annual Personal Property Taxes: $0
B. Projected 10-Year Total: $2,121,193

II. Projected Conditions With Abatement

A. Projected 10-Year Personal Property Taxes: $852,114
B. Projected 10-Year Abatement: $1,269,079

III. Projected Total (Assumes Abatement Granted)

A. Total Amount Abated: $1,269,079
B. Total Taxes to be Paid: $852,114

Note: Attach Worksheets

21. Which approvals or permits will be required for the project?

(a) zoning change
(b) annexation
(c) plat approval
(d) development plan
(e) variance
(f) special exception
(g) building permit
(h) other Current assumption is all relevant permits are in place.

22. Will additional public infrastructure/facilities be required? If so, please explain in detail costs/funding source and schedule for construction.
Our assumption is all current requisite infrastructure is in place at the proposed site.

23. For the proposed project, is the applicant requesting other incentives from the Town (e.g., tax increment financing, economic development revenue bond financing)? If so, please explain. No, the personal property tax abatement is the only requested incentive from the Town.

24. Please describe any community involvement/contributions the applicant has provided in the past and/or expects to provide in the future.

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The applicant has a robust community involvement program wherever they have an operational presence. Beyond hiring locally, the company typically participates in some or all of the following activities: building playgrounds in disadvantaged areas, supporting local business, fundraising for local charities, etc. More detail on specific examples from other comparable existing facilities can be provided upon request.

25. Will local suppliers and contractors be used in the construction/operation of the proposed project? If so, please explain. Yes, where possible local suppliers and contractors are being used in the construction/ operation of the proposed project. If needed, specific examples can be provided.

26. Has the applicant previously been approved for economic development incentives from the Town (e.g., tax abatement, tax increment financing, economic development revenue bond financing)? If so, please explain and include information with respect to applicant's compliance with project representations made to the Town at the time the incentives were approved.

No, not applicable. This is the Company's first application for incentives in the Town. MWI had an already established presence prior to the 2015 acquisition.

27. Is the applicant current on all of its payment obligations to the Town and the County (e.g., property taxes, utility (gas, water, sewer, electric) fees (such as capacity fees, monthly services charges), guaranties on any debt obligations, etc.)?

This will be AmerisourceBergen Drug Company's first presence in the Town and the County. MWI, a wholly owned subsidiary, is current on all payment obligations.

28. Does the proposed project take advantage of any "green" technology to reduce adverse environmental impact? If so, please explain.

Yes, where operationally feasible the company takes advantage of "green" technology. This includes, but is not limited to energy efficient lighting, HVAC, and operational procedures. Given lower energy costs are beneficial to the Company's operational budget, emphasis is put on keeping energy usage and environmental impact as low as possible.

CHECKLIST OF ATTACHMENTS:

_____	Application Fee ($1,000)
_____	Completed Memorandum of Understanding
_____	Completed Form SB-1/PP
X	Legal Description of Project Site
X	Area Map of Project Site
X	Description of (i) Product(s) Manufactured, (ii) Research and Development, (iii) Product Distribution and/or (iv) Information Technology Conducted, at Site
X	Description of Equipment to be Installed at Site
X	Description of Impact on Business if Equipment not Installed
X	Worksheets for Abatement Calculation

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I hereby certify that the information and representations on and included with this application for Personal Property Tax Abatement are true and complete.

I understand that if this request for property tax abatement is granted that I will be required to annually provide information to the Town with respect to compliance with the project description, job creation and retention figures (and associated salaries), investment, and other information contained in this application, including the Form SB-1/PP. I also acknowledge that failure to provide such information may result in a loss of tax abatement deductions.

Signature of Owner or Authorized Representative

ASST. SECRETARY
Title

JUNE 3, 2016
Date

STATE OF PA)
) SS:
COUNTY OF Chester)

Before me, the undersigned Notary Public, this 3rd day of June, 2016, personally appeared Daniel T. Hirst and acknowledged the execution of the foregoing application for personal property tax abatement for the Town of Whitestown, Indiana. In witness whereof, I have hereunto subscribed my name and affixed my official seal.

Jennifer Strohm
Jennifer Strohm, Notary Public
Residing in Chester County, PA

My commission expires:

November 20, 2019

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
JENNIFER STROHM, Notary Public
Tredyffrin Township, Chester County
My Commission Expires November 20, 2019

52
400 S
130
267
65
S Indianapolis Rd
52
267
S Indianapolis Rd
65
S Indianapolis Rd
52
267
650 E
650 E
Zionsville West
Middle School
130
Whitestown Pkwy
W Oak St
65
Whitestown Pkwy
Whitestown Pkwy
130

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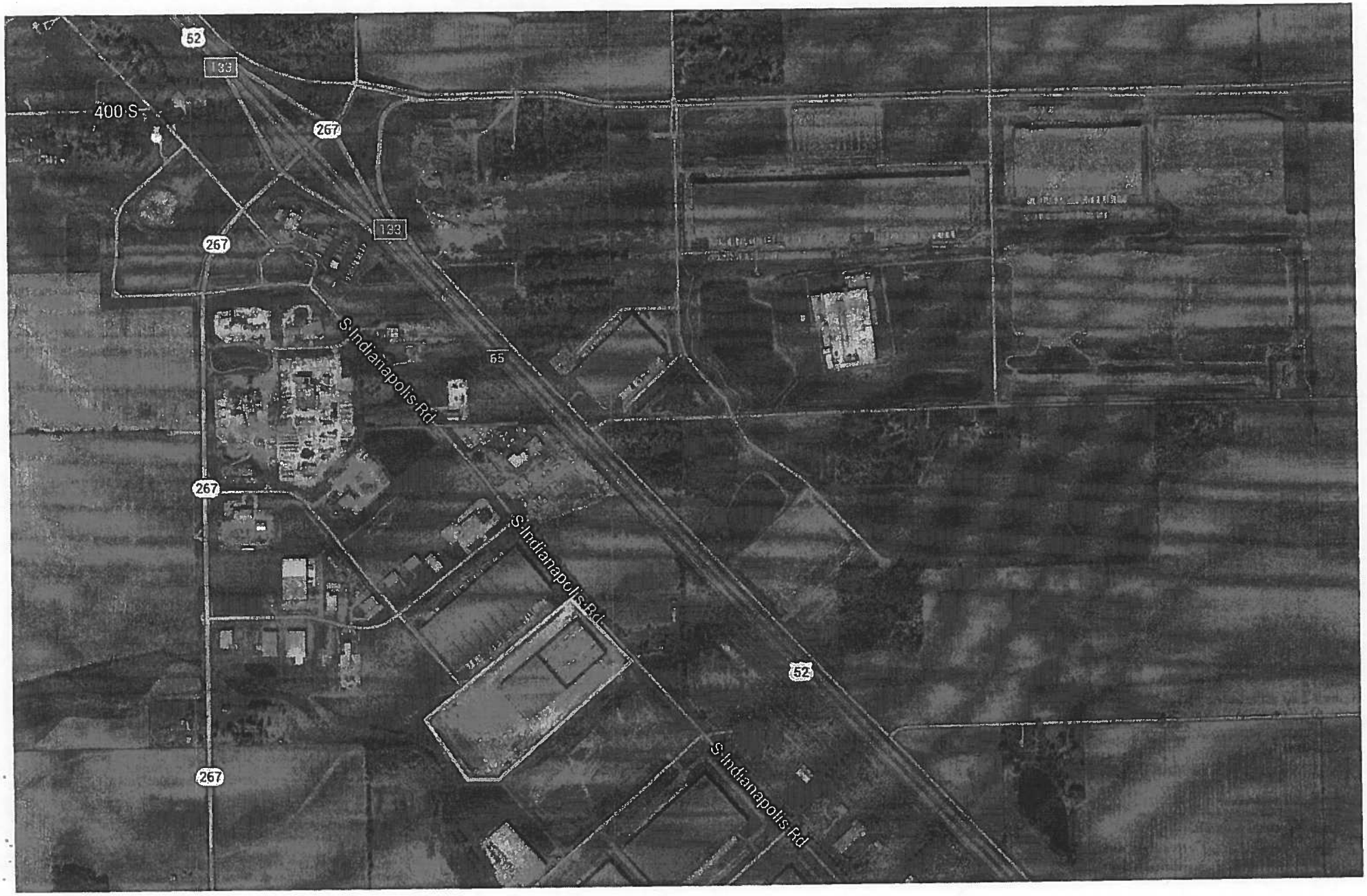

52
133
400 S
267
133
267
S Indianapolis Rd
65
267
S Indianapolis Rd
52
267
S Indianapolis Rd

Legal Description – Inst. #2014000000

PARCEL 1 (TITLE COMMITMENT):
LOT NUMBER 3 IN PERRY INDUSTRIAL PARK, III, SECTION 1, AS PER PLAT THEREOF, RECORDED MAY 31, 2005 AS INSTRUMENT NO. 0506007, PLAT BOOK 15, PAGE 78, IN THE OFFICE OF THE RECORDER OF BOONE COUNTY, INDIANA.

PARCEL 2 (TITLE COMMITMENT):
A NON-EXCLUSIVE EASEMENT FOR PEDESTRIAN AND VEHICULAR INGRESS AND EGRESS AS CREATED AND GRANTED IN THAT CERTAIN AGREEMENT OF JOINT DRIVE CUT AND RECIPROCAL EASEMENT AGREEMENT DATED JANUARY 13, 2004 AND RECORDED MARCH 25, 2004 AS INSTRUMENT NO. 0403535 IN THE OFFICE OF THE RECORDER OF BOONE COUNTY, INDIANA

The above description agrees with First American Title Insurance Company Commitment No. NCS-754141-KCTV, dated 12/15/2015 Revised 12/22/2015.

Title Commitment Notes:
(From First American Title Insurance Company Commitment No. NCS-754141-KCTV dated 12/15/2015 Revised 12/22/2015)

5. Declaration of Development Standards, Covenants and Restrictions for Perry Industrial Park II recorded April 29, 1999 as document No. 9905255. Subject to terms and conditions hereafter.

A) First Amendment to Declaration of Development Standards, Covenants and Restrictions for Perry Industrial Park II recorded November 2, 2000 as document No. 0010080

B) Second Amendment to Declaration of Development Standards, Covenants and Restrictions for Perry Industrial Park II recorded April 7, 2003 as document No. 0305772.

C) Supplement and third amendment to declaration of Development Standards, Covenants and Restrictions for Perry Industrial Park II recorded June 2, 2005 as document No. 0506817.
(Documents listed in item #5 are blanket in nature. Not plotted.)

12. Terms, conditions and provisions of the document creating the easement described in Schedule A, together with the rights of the adjoining owners in and to the concurrent use of said easement.
(Easement affects subject and plots near the northeast corner of the site, shown hereon.)

13. Covenants, Conditions, Restrictions, Utility Drainage easements and setback lines and any amendments thereto as disclosed on the recorded plat of subdivision.
(Easements and setback lines are shown hereon.)

Surveyor's Report

1. In accordance with Title 865, Article 1, Chapter 12 of the Indiana Administrative Code ("Rule 12"), the following observations and opinions are submitted regarding the various uncertainties in the locations of the lines and corners established this survey as a result of uncertainties in reference monumentation in record descriptions and plats, in lines of occupation, and as introduced by random errors in measurement ("Relative Positional Accuracy"). There may be unwritten rights associated with these uncertainties. The client should assume there is an amount of uncertainty along any line equal in magnitude to the discrepancy in the location of the lines of possession from the surveyed lines.
There may be differences of deed dimensions versus measured dimensions along the boundary lines shown hereon and, likewise, there may be found survey markers near, but not precisely at, some boundary corners. In cases where the magnitude of these differences are less than the Relative Positional Accuracy stated below and less than the uncertainty identified for the reference monumentation (discussed below), the differences may be considered insignificant and are shown only for purposes of mathematical closure. Such differences that are greater than the Relative Positional Accuracy and the uncertainty in reference monumentation should be considered worthy of notice and are therefore further discussed below.
This survey and report are based in part upon opinions formed in accordance with an Indiana Land Surveyor's responsibility to conduct a survey in accordance with "law or a precedent" (865 IAC 1-12-19(3), Rules of the Indiana State Board of Registration for Land Surveyors). Since Indiana has no statutes addressing how to resolve boundary lines, a solution based on principles derived from common law precedent must be relied upon as the basis for a boundary resolution.
Unless otherwise noted or depicted hereon, there is no evidence of occupation along the perimeter lines of the subject tract. All survey monuments set or found this survey are flush with existing grade unless otherwise noted.
The Relative Positional Accuracy (due to random errors in measurement) of this survey is within the specifications for an Urban Class Survey (0.07 feet plus 50 ppm) as defined in IAC 865.

The within survey was commissioned by the client to update and retrace an ALTA/ACSM Land Title Survey previously performed by The Schneider Corporation (TSC job number 1001.033 dated March 28, 2008 and TSC job number 1001.050 dated January 14, 2014). Please refer to said survey for further information as necessary.
The subject real estate is a lot currently under construction, lying southwesterly of Indianapolis Road and northwesterly of Performance Way. There is no evidence of occupation along the northeasterly boundary of the subject real estate. There is a pond on the southwesterly side, the top of bank of which crosses the subject real estate. Monumentation was recovered at all lot corners of the subject real estate as shown hereon.

2. The accuracy of any flood hazard data shown on this report is subject to map scale uncertainty and to any other uncertainty in location or elevation on the referenced Flood Insurance Rate Map. The within described tract of land lies within Flood Hazard Zone "X" (unshaded) as said tract plots by scale on Community Panel Number 18011C0335E the Flood Insurance Rate Maps for the Boone County, Indiana (maps dated January 18, 2012).

3. Ownership information indicated hereon is as identified in County or Township records or on title work provided by others.

4. Note – With regard to utility lines shown hereon, source information from plans and markings, where provided, was combined with observed evidence of utilities to develop a view of those underground utilities. However, lacking excavation, the exact location of underground features cannot be accurately, completely and reliably depicted. Where additional or more detailed information is required, the client is advised that excavation may be necessary.

5. Evidence of source of title for the subject tract was provided in the form of First American Title Insurance Company Order No. NCS-754141-KCTV dated December 15, 2015, Revised December 12, 2015. Some of the items disclosed in Schedule BII thereof may have been depicted on the survey and are identified by their recording data. Should any additional items need to be depicted on the survey please advise and provide the appropriate documents.

Certificate of Survey
ALTA/NSPS Land Title Survey

To: VanTrust Real Estate, LLC; First American Title Insurance Company and Whitestown 1, LLC

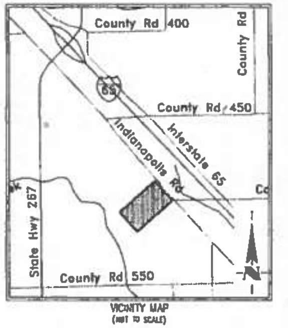
This is to certify that this map or plat and the survey on which it is based were made in accordance with the 2016 Minimum Standard Detail Requirements for ALTA/NSPS Land Title Surveys, jointly established and adopted by ALTA and NSPS, and includes Items 1, 2, 3, 4, 7(a), 7(b)(1), 8 and 16 of Table A thereof.

To the best of my knowledge and belief the within plat also represents a survey made under my supervision in accordance with Title 865, Article 1, Chapter 12 of the Indiana Administrative Code. The field work for this survey was performed on April 25, 2016.

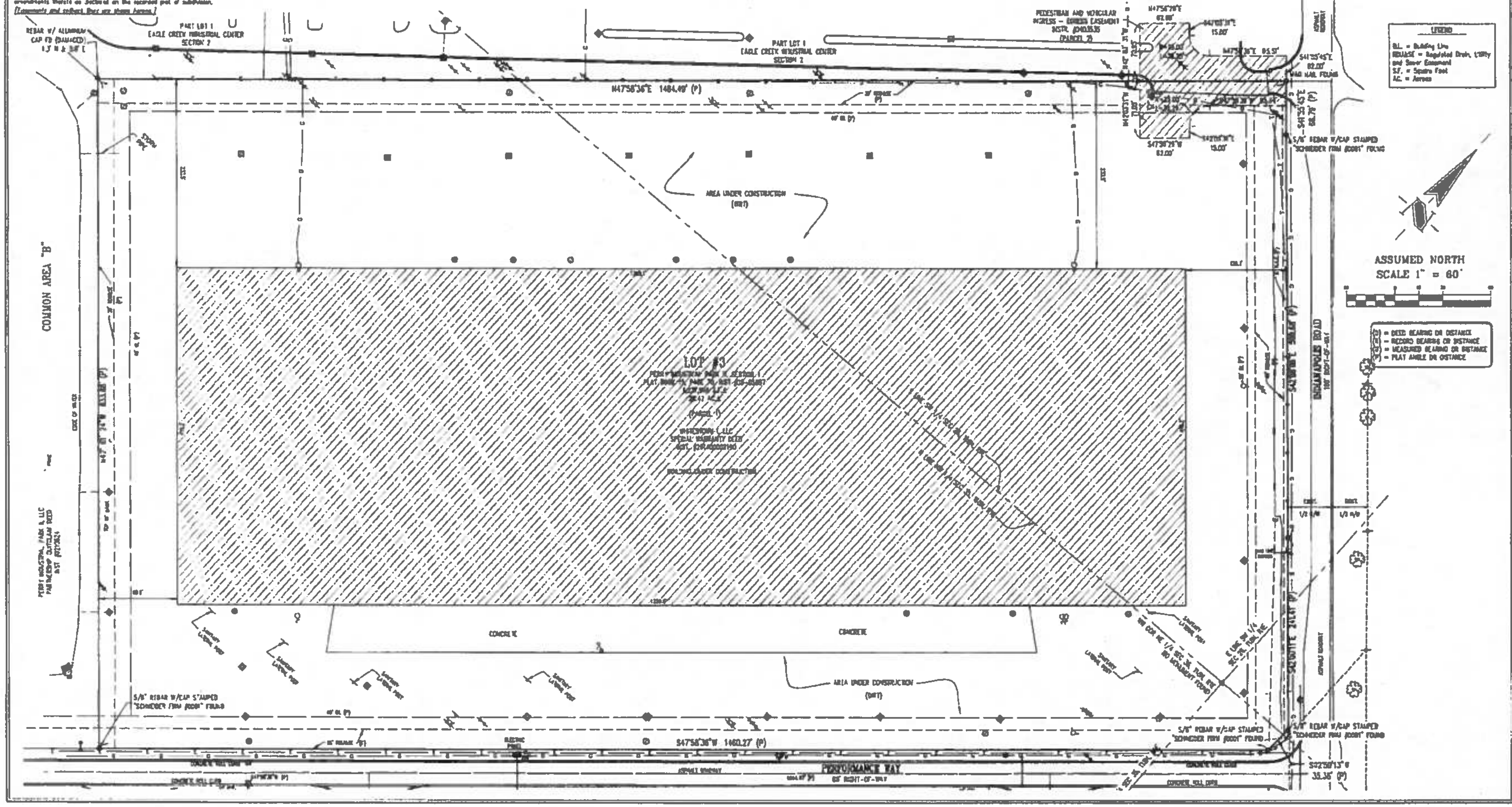
Steven V. Reeves
Registered Land Surveyor #29400005
May 5, 2016

STEVEN V. REEVES
REGISTERED
No.
LS29400005
STATE OF
INDIANA
LAND SURVEYOR

Redaction Statement
I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security number in this document, unless required by law. Steve Reeves



VICINITY MAP
(NOT TO SCALE)



ASSUMED NORTH
SCALE 1" = 60'

(D)	= DEED BEARING OR DISTANCE
(R)	= RECORD BEARING OR DISTANCE
(M)	= MEASURED BEARING OR DISTANCE
(P)	= PLAT ANGLE OR DISTANCE

LEGEND
BL = Building Line
RD&USE = Regulated Drain, Utility and Sewer Easement
S.F. = Square Feet
AC. = Acres

LEGEND
INLET OR CATCH BASIN
STORM MANHOLE
TELEPHONE MANHOLE
ACCESS COVER
TRAFFIC MANHOLE
WATER MANHOLE
MANHOLE
CLEANOUT
AREA LIGHT
UTILITY POLE WITH GUY WIRE
UTILITY POLE WITH RISER
FLAG POLE
TRAFFIC POLE
UTILITY PEDESTAL
ELECTRIC METER
ELECTRIC TRANSFORMER
CONDITIONER UNIT
UTILITY VALVE
HYDRANT
WELL
WATER VALVE
WATER METER
GAS VALVE
GAS METER
SIGN
BOLLARD
MAIL, SPRING
BENCHMARK
SOIL BORINGS
OVERHEAD UTILITY LINES
UNDERGROUND TELEVISION
UNDERGROUND ELECTRIC
UNDERGROUND TELEPHONE
UNDERGROUND FIBER OPTIC
UNDERGROUND FORCE MAIN
UNDERGROUND GAS LINE
UNDERGROUND WATER LINE
SEWER LINE
UNDERGROUND STORM SEWER
UNDERGROUND SANITARY SEWER
EDGE OF WOODS
FENCE LINE
FLOW LINE

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THE SCHNEIDER CORPORATION
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Indianapolis, IN 46216-1037
Telephone: 317.826.7100
Fax: 317.826.7200
www.schneidercorp.com

Civil Engineering
GIS • LIS
Land Surveying
Landscape Architecture

PROJECT INFORMATION:
Lot 3 Perry Industrial Park III, Sec. 1
ALTA/ NSPS Land Title Survey
Boundary Retracement Survey
Indianapolis Road & Performance Way, Whitestown IN

CLIENT INFORMATION:
VanTrust Real Estate, LLC

DATE:	PROJECT NO.:
5/5/2016	1001.054
DRAWN BY:	CHECKED BY:
RGL	SVR

REVISIONS:

SHEET NO.:
ONE

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10. Briefly Describe the Products to be Distributed at the Site

The operation will be distributing pharmaceuticals supplied from various pharmaceutical companies across the country. This product is then distributed to the appropriate pharmacies, alternative distribution centers, hospitals, etc. as appropriatly dictated by consumer demand.

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Equipment Purchase List		Estimated Price
MHE List:		
Conveyor	$	18,600,000
Spare Parts	$	750,000
Warehouse Racking	$	1,700,000
Mobile Equipment	$	1,200,000
Wire Guidance System	$	150,000
Trash Compactor & Enclosure	$	600,000
Strappers	$	215,000
Stretch Wrappers	$	110,000
Workstations	$	100,000
Signage	$	90,000
Guarding	$	250,000
Fatigue Matting	$	100,000
Subtotal	$	23,865,000
Tax	$	1,909,200
Other Capital/Change Orders @10%	$	2,386,500
MHE Total:	**$**	**28,160,700**
Building:		
Upgrades and Modifications: American Energy, Sprinkler, Lighting, Misc.	$	3,000,000
Electrical Switch Gear & Generator	$	1,150,000
Air Conditioning	$	850,000
Platforms	$	2,300,000
Paint Under Platforms	$	350,000
Add Fire Pump & Enclosure and internal upgrades	$	250,000
Office Build out	$	1,300,000
Concrete Repair (Ductilecrete)	$	600,000
GC/Design Fees	$	75,000
FM and Code Requirements	$	25,000
Flammable Storage Room/Aerosol Cage	$	400,000
Subtotal:	$	10,300,000
Tax	$	824,000
Other Capital	$	1,030,000
BLDG Total:	**$**	**12,154,000**

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Tenant Improvements:

New Generator	$	800,000
Upgrade DP Room or New DP Room	$	200,000
Roof reinforcement	$	500,000
Sprinklers	$	200,000
DEA Cage and Misc. Enclosures	$	180,000
Vault	$	1,185,000
Paint Vault	$	100,000
Vault Air Mover System	$	150,000
Break Room Misc.	$	35,000
Refrigerator	$	1,200,000
Security system	$	900,000
Office Furniture	$	300,000
A/V System	$	120,000
Misc. Electrical	$	200,000
Subtotal:	$	6,070,000
Tax	$	485,600
Other Capital	$	607,000
TI Total:	**$**	**7,162,600**

WM/PkMS:

Manhattan Software Total	**$**	**1,020,000**

EITS/Hardware - Network, Voice, A/V:

Systems Total	**$**	**1,500,000**

Miscellaneous:

Totes	$	1,200,000
Cooler Components	$	150,000
General Supplies	$	215,000
Maintenance Lifts	$	100,000
Maintenance Tools	$	150,000
On-site Security (Contingency)	$	50,000
Floor Scrubber	$	80,000
Temp. Labor Misc. Work	$	15,000
Professional Fees	$	150,000
Totals:	$	55,312,100

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17. Impact on the Business if the New Equipment is Not Installed

This project is a competitive multi-state site selection engagement. As part of the site selection process, the responsible team is analyzing all relevant economic incentives associated with the project that could potentially lower one-time and ongoing operating costs. If a personal property tax abatement is not awarded for this project, the effect of that will be included in the associated analysis and show Indiana/Boone County/Whitestown as less competitive vs. other competing states/communities. If the project is not ultimately located in Indiana/Boone County/Whitestown, the associated jobs and capital investment relayed in this application will not be put in place.

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19. Proposed Personal Property Tax Abatement Percentage Schedule

Year	Tax Abatement Percentages
1	100%
2	90%
3	80%
4	70%
5	60%
6	50%
7	40%
8	30%
9	20%
10	10%

Potential Abatements

Input Amount	Value
Personal Property Tax Rate	2.25%
Abatement Level	See Right

Depreciation Schedule II (per Indiana Depreciation Schedule)

Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10
48.00%	56.00%	42.00%	32.00%	30.00%	30.00%	30.00%	30.00%	30.00%	30.00%

Abatement Schedule

Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10
100.00%	90.00%	80.00%	70.00%	60.00%	50.00%	40.00%	30.00%	20.00%	10.00%

Indiana - Boone County

Capital Expenditure Category	Estimated Investment Amount	Depreciable Life	Notes
Equipment	$26,500,000	10	
TOTAL	$26,500,000		

Net Book Value by Year

Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10
$10,600,000	$14,840,000	$11,130,000	$8,480,000	$7,950,000	$7,950,000	$7,950,000	$7,950,000	$7,950,000	$7,950,000
[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]

Indiana - Boone County

Capital Expenditure Category	Estimated Investment Amount	Depreciable Life	Notes
Equipment	$26,500,000	10	
TOTAL	$26,500,000		

Estimated Tax Obligation - Boone County/Whitestown

Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Total
$242,422	$339,391	$254,543	$193,938	$181,817	$181,817	$181,817	$181,817	$181,817	$181,817	
[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]

Indiana - Boone County

Capital Expenditure Category	Estimated Investment Amount	Depreciable Life	Notes
Equipment	$26,500,000	10	
TOTAL	[illegible]		

Estimated Tax Abatement - Boone County/Whitestown

Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Total
$242,422	$305,452	$203,634	$135,756	$109,090	$90,908	$72,727	$54,545	$36,363	$18,182	
[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]

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TOWN OF WHITESTOWN
MEMORANDUM OF UNDERSTANDING FOR TAX ABATEMENT

This Memorandum of Understanding for Tax Abatement ("Memorandum") is dated as of the 3RD day of JUNE, 2016, and serves as the confirmation of the commitment by the TOWN OF WHITESTOWN, INDIANA ("Whitestown"), in exchange for the fees paid hereunder by AMERISOURCE BERGEN DRUG CORP ("Applicant")

to perform the steps necessary for the appropriate consideration of Applicant's request for tax abatement.

RECITALS

A. The Applicant owns, controls, and/or has an interest in certain property as more particularly described in the property tax abatement application of the Applicant attached hereto as Exhibit A (the "Application"), for which the Applicant desires tax abatement (the "Property").

B. The Applicant hereby makes submits its Application requesting that the Town consider, and the Town is willing to consider, the Property for real and/or personal property tax abatement.

NOW, THEREFORE, in consideration of the mutual agreements and covenants set forth below, and other good and valuable consideration, the receipt and sufficiency of which are mutually acknowledged, the parties agree as follows:

AGREEMENT

Section 1. Tax Abatement. The Applicant hereby submits the Property for tax abatement. The Applicant's completed Application, including the Statement of Benefits (i.e. Form(s) SB-1), are submitted contemporaneously herewith and attached hereto as Exhibit A. This Memorandum constitutes a part of the Application.

Section 2. Application Fee. The parties recognize that Whitestown (including its Redevelopment Commission) will incur expenses, including financial advisory, legal and other fees, as a result of the Applicant's submission of its Application for tax abatement. In light of the expenses Whitestown will incur through the tax abatement process, the Applicant agrees to a non-refundable application fee in the amount of Two Thousand Dollars ($2,000.00) (the "Application Fee"). The Applicant will pay the Two Thousand Dollars ($2,000.00) Application Fee within 7 days following the approval of its Application, including this Memorandum.

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Section 3. Final Application Fee. The parties recognize that Whitestown is required to provide governmental services to its inhabitants and properties located in Whitestown, including the Property, and has and will continue to incur expenses in connection with the provision of such services. In light of such expenses, the Applicant agrees that in the event its Application for tax abatement is approved by Whitestown, it will pay an application fee of Two Thousand Dollars ($2,000) The Applicant will pay the Application Fee to Whitestown within seven (7) days of the resolution of Whitestown finally approving the Application.

Section 4. Failure to Pay Application Fee. In the event the Application is approved by Whitestown and Applicant fails to make timely payment of the Application Fee to Whitestown, Applicant shall be deemed to be in noncompliance with its Application and Whitestown may take immediate action by resolution to rescind its approval of the Application. If Whitestown adopts such a resolution, any deductions approved by Whitestown for the Applicant shall not apply to the next installment of property taxes owed by Applicant or to any subsequent installment of property taxes.

Section 5. Payment of Application Fee. The Application Fee shall be payable by cash or check (payable to the Town of Whitestown, Indiana) delivered to the Clerk-Treasurer of Whitestown.

Section 6. Disclaimer of Liability. The parties recognize that Whitestown's authority is limited by and subject to certain statutory criteria, including but not limited to certain compliance and conditions precedent by Applicant, and that Whitestown provides no promises, covenants, guarantees, or warranties that the Applicant will receive the tax abatement designation or other property interests it seeks.

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APPLICANT

Signed: _____

Printed: DANIEL T. HIRST

Its: ASST. SECRETARY

Address: 227 WASHINGTON ST.
CONSHOHOCKEN, PA 19428

TOWN OF WHITESTOWN

_____
Eric Miller, Town Council President

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Exhibit A

Tax Abatement Application