



MEMO

TO: Whitestown Town Council

Whitestown RDC

FROM: Claire Collett, Boone EDC

317-719-1990 / Claire@BetterInBoone.org

DATE: May 11, 2023

RE: 2023 Compliance Review – Batch 2

The Boone EDC has reviewed and recommends Town Council approve the following compliance documents for real and/or personal property tax abatements:

CF-1 Real Property

- 1. Valenti-Held Contractor/Developer, Inc. formerly JRV Investment Group, LLC
- 2. CCBCC Operations, LLC
 - *Wages are lower than the estimated SB-1 but have increased \$2.08 since 2022. Employee headcount has exceeded the estimated headcount on the SB-1.
- 3. Prologis, formerly Duke/ AllPoints Indy LLC *Address for this CF-1 is 4055 S. 500 E.
- 4. Rego-Fix Tool Corporation (RP Swissam Property Corp. ("SAP")

CF-1 Personal Property

- 1. CCBCC Operations, LLC
 - *Wages are lower than the estimated SB-1 but have increased \$2.08 since 2022. Employee headcount has exceeded the estimated headcount on the SB-1.
- 2. Walter Payton Power Equipment LLC

Please see the attached copies of the submitted CF-1 forms and other documents for reference.

Upon either approval or denial of compliance, the Town must complete the top portion on page two of each CF-1 document. Please provide a copy of the approved resolution and signed CF-1 forms to the Boone EDC for future reference. We will also file a copy with Boone County.

If you have any questions or concerns, please do not hesitate to let me know.

COMPLIANCE WITH STATEMENT OF BENEFITS PERSONAL PROPERTY

PRIVACY NOTICE This form contains confidential information pursuant to IC 6-1.1-35-9 and IC 6-1.1-12.1-5.6. FORM CF-1 / PP

20 23 Pay 20 24

State Form 51765 (R7 / 12-22)

Prescribed by the Department of Local Government Finance

INSTRUCTIONS:

- Property owners whose Statement of Benefits was approved must file this form with the local designaling body to show the extent to which there has been compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)
 This form must be filed with the Form 103-ERA Schedule of Deduction from Assessed Value between January 1 and May 15, unless a filing extension under IC 6-1.1-3.7 has been granted. A person who obtains a filing extension must file between January 1 and the extended due date of each year.

 3. With the approval of the designating body, compliance information for multiple projects may be compliance.

SECTION 1		TAXPA	YER INFOR	MATION		144		
Name of Taxpayer CCBCC Operations LLC						County	3	E-many and a second
Address of Taxpayer (number and street, city, sta	ite, and ZIP co	de)					ing District Nu	mber
4115 Coca Cola Plaza, Char	lotte NC	28211					nitestown	
Name of Contact Person Robert Wheeler				phone Number 04) 557-442	26	Email Add		@cokeco
SECTION 2	LC	CATION AND		ON OF PROPE		TODET	.WITCCICI	@cokeco
Name of Designating Body			The second second	olution Number		Estimated	State Date (mi	onth, day, year)
Town of Whitestown			20	20 15		06/01/		
Location of Property 3690 S 500 E, Whitestown IN	N 46075;	3879 S 45	0 E, W	nitestown IN	N 46075	06/01/	rt Date (month)	day, year)
Description of new manufacturing equipment, new new logistical distribution equipment to be acquire	v research and ed.	development equ	ipment, new i	nformation technology	ogy equipment, o	04/19		(month, day, year
400,000 square foot automat	ed distril	bution ware	ehouse	and 15,000	square fo	Ot Actual Cor		nonth, day, year)
SECTION 3		EMPLOY	EES AND S	ALARIES				ich e
EMPLOYEES AND	EMPLOYEES AND SALARIES				ATED ON SB-		AC	TUAL
Current Number of Employees						4	162	
Salaries				,629,696			2,639,00	00
Number of Employees Retained								
Salaries								Talloca Ciliana
Number of Additional Employees								
Salaries				-				
SECTION 4		cos	T AND VAL	.UES				
		FACTURING JIPMENT		SEARCH & MENT EQUIPMENT		DISTRIBUTION PMENT	ITEC	UIPMENT
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values Before Project	\$	S	S	S	\$ 0	s	\$	S
Plus: Values of Proposed Project	S	S	S	S	\$ 15,000,000	s	s	s
Less: Values of Any Property Being Replaced	S	S	S	S	\$ 0	s	S	S
Net Values Upon Completion of Project	S	S	s	S	\$ 15,000,000	s	\$	s
ACTUAL	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Values Before Project	S	\$	s	s	\$ 0	s	S	s
Plus: Values of Proposed Project	S	\$	S	s	\$ 21,248,000	s	s	s
Less: Values of Any Property Being Replaced	S	\$	S	s	\$ 0	s	s	s
Net Values Upon Completion of Project	S	s	S	s	\$ 21,248,000	s	s	S
NOTE: The COST of the property is confident								
SECTION 5 WAST	E CONVERT	ED AND OTHE	R BENEFI	S PROMISED B	Y THE TAXPA	YER		
WASTE CONVERTE	D AND OTH	ER BENEFITS		AS	ESTIMATED (ON SB-1	ACT	UAL
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Amount of Hazardous Waste Converted		4						
Other Benefits:								
SECTION 6		THE RESERVE OF TAXABLE PARTY.	ER CERTI	FICATION		IS CHIE	V SEE	
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I hereby certify that the representations in Signature of Authorized Representative /	this stateme	ent are true.	Title					nth, day, year)

FORM SB-1/PP

PRIVACY NOTICE

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INSTRUCTIONS

- 1 This statement must be submitted to the body designating the Economic Revitalization Area pract to the public hearing if the designating body requires information from the applicant in making its describe about whether to designate on Economic Revitalization Area. Otherwise this statement must be submitted to the designating body BEFORE a person installs the new manufacturing equipment andler research and development equipment andler installs. The new manufacturing equipment andler research and development equipment, andler the person without or in a deficiency. ation has to the designating user derivite a parabilitistics the new manufacturing equipment answer reserven una case logistical distribution equipment and/or information technology equipment for which the person without order in a denotion
- 2 The statement of henefits from must be submitted to the designating body and the area designated an economic revialisation area before the installation of qualifying abotable equipment for which the person desires to claim a deduction.
- 3 To obtain a deduction, a person must file a certified deduction schedule with the person's personal properly return on a certified deduction schedule To obtain a deduction, a person must fee a certified deduction schedule with the person's personal properly return on a certified deduction schedule (Form 100-ERA) with the founding assessor of the township where the property is standed or with the county assessor if there is no township assessor for the township. The 103-ERA must be filed between January 1 and May 15 of the assessment year in which new manufacturing coursement retreated and development equipment and/or registed distribution equipment and/or information technology equipment is installed and lung due to the form between January 1 and the extended due that year.
- Property owners whose Statement of Benefits was approved, must submit Form CF-1/PP annually to show compliance with the Statement of Benefits (IC 6-1 1-12 1-5 6)
- 5 For a Form SB-tiPP that is approved after June 30, 2013, the designating body is required to establish an abotement schedule for each deduction aloned For a Form SB-tiPP that is approved prior to July 1, 2013, the abotement schedule approved by the designating body remains in effect. (iC 6-1, 1-12, 1-17)

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ess values of any property being replaced					15.000.000			
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G. Other I'm tations of the State of the Amount of the State of the St	duction applicable (One or conditions (since- new manufacturing chinalogy equipme Year 2 Year 7 Benefits approved of the abaltement glady is inquired of the information of abity of benefits is: **Preclauthorized me	to new information point lines may be fit. equipment and/ont installed and fine	i lechnology equi- filed out to esta if new research a st claimed eligible Year 9 a did this design, in illement schedule forment of benefit the deduction de	princh is finited to S_blash a first, if desired and development equipment equipment (a) allow [1] Year 5 [1] Year 10 [1] Year	ment and: ed for. En for der element se an pe dete mates and	for new logistical distribution equipment at hanced Abatement per ID 6-1,1-12,1-15 miles of years approved after one to twenty (1-20) years, may not seed taking (20) years.) Chedule per ID 6-1,1-12,1-12? Yes commend) Ra

IC 6-1.1-12.1-17

Abatement schedules

Sec. 17. (a) Acres greating tooly may provide to a business that is established in or relocated to a resitalization area and that receives a coduction under section 4 or 4.5. of this chanter an abatement schedule based on the following factors

(1) The total amount of the tarpayers investment in teal and personal property

- (2) The number of new full-time equivalent jobs created
- (a) The average wage of the new employees compared to the state in domain wage.

 (4) The infrastructure requirements for the taxpayer's investment.
- (s) The prostructure requirements for the taxpayer's investment (b) This subsection requires to a statement of benefits approved after time 30, 2013. A designating body shall establish an abatement schedule must specify the personage amount of the deduction for each year of the deduction. An abatement schedule may
- (c) An abatement schedule approved for a particular tax payer before July 1, 2013, remains in effect until the abatement schedule express under the forms of the

Exhibit A

CCBCC Operations, LLC Personal Property Tax Abatement Application Town of Whitestown

- 8. Other Indiana Locations
 - 5010 Airport Expressway, Fort Wayne 46809
 - 641 Wernsing Road, Jasper 47546
 - 1617 N Meridian Street, Portland 47371
 - 3200 E 38th Street, Anderson 46013
 - 5000 W 25th Street, Indianapolis 46244
 - 3830 Hanna Circle, Indianapolis 46241
 - 1701 S Liberty Drive, Bloomington 47403
 - 1700 W Ireland Road, South Bend 46614
 - 405 N Harrison Street, Shelbyville 46176
 - 830 N 6th Street, Lafayette 47904
 - 3223 Interstate Drive, Evansville 47715
 - 3199 N Fruitridge Avenue, Terre Haute 47804
- 10. CCBCC Operations, LLC makes, sells, and distributes beverages of The Coca-Cola Company and other partner companies in more than 300 brands and flavors. The new Whitestown Center will assemble and distribute orders to retail customers in Indianapolis and the surrounding areas.
- 11. The equipment being installed in the Whitestown DC are an automated warehouse order assembly system, as well as dock equipment, trucks, trailers and forklifts to support distribution operations.

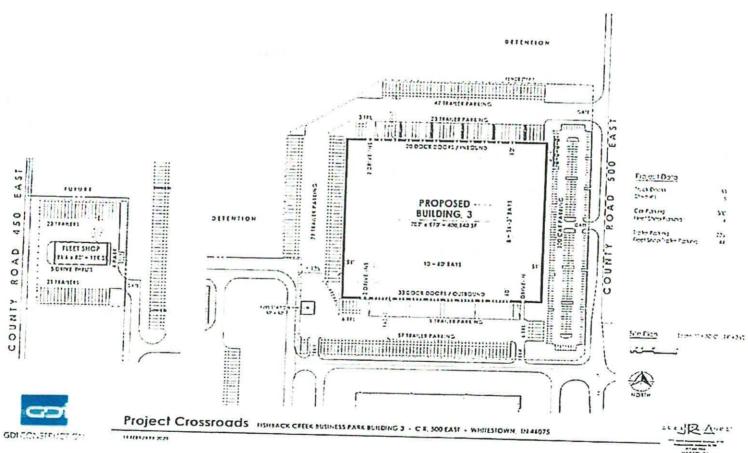
Exhibit B

CCBCC Operations, LLC Personal Property Tax Abatement Application Town of Whitestown

LEGAL DESCRIPTION

Part of the Southeast Quarter of Section 23. Township 18 North, Range 1 East of the Second Principal Meridian, Boone County, Indiana, being that 31.938-acre tract of land shown on the ALTA/NSPS Land Title Survey with project number 2018.00731 and dated May 19, 2020, as last revised, by Michael J. Smith, PS #LS20500025 of American Structurepoint, Inc., more particularly described as follows:

Commencing at the southeast corner of said Southeast Quarter; thence South 88 degrees 25 minutes 16 seconds West 25.00 feet along the south line of said Southeast Quarter (assumed basis of bearings) to the southwest corner of the 1.296-acre parcel described in Instrument Number 2018001633, on file in the Office of the Recorder of Boone County, Indiana; thence North 00 degrees 55 minutes 29 seconds West 878.42 feet along the west line of said 1.296-acre parcel to a 5/8-inch diameter rebar with a cap stamped "ASI FIRM 0094" set flush (hereafter referred to as "set rebar") at a northeast corner of the 22.525-acre parcel described in Instrument Number 2018011457, on file in the Office of said Recorder, being the POINT OF BEGINNING. the following five (5) courses are along the south lines thereof; 1)thence North 13 degrees 30 minutes 05 seconds West 20.32 feet to a set rebar; 2)thence Northwesterly 47.25 feet along a non-tangent curve to the left having a radius of 35.00 feet and subtended by a long chord having a bearing of North 52 degrees 10 minutes 37 seconds West and a length of 43.74 feet to a set rebar; 3)thence South 89 degrees 08 minutes 54 seconds West 94.39 feet to a set rebar; 4)thence Northwesterly 61.36 feet along a non-tangent curve to the left having a radius of 50.00 feet and subtended by a long chord having a bearing of North 55 degrees 41 minutes 42 seconds West and a length of 57.58 feet to a set rebar; 5)thence South 89 degrees 08 minutes 54 seconds West 841.99 feet to a set rebar; thence North 00 degrees 55 minutes 29 seconds West 357.72 feet along the extension of the west line of said 22,525-acre parcel to a set rebar; thence South 89 degrees 08 minutes 54 seconds West 623.24 feet to a set rebar; thence North 00 degrees 51 minutes 06 seconds West 19.79 feet to a set rebar at an angle point in the north line of Parcel 1 as described in Instrument Number 2018011646, on file in the Office of said Recorder, the following six (6) courses are along said north line: 1)thence North 60 degrees 22 minutes 43 seconds East 114.15 feet; 2)thence North 27 degrees 43 minutes 16 seconds East 207.69 feet; 3)thence North 56 degrees 40 minutes 17 seconds East 1.135.54 feet; 4)thence North 69 degrees 33 minutes 18 seconds East 394.47 feet; 5)thence South 79 degrees 58 minutes 57 seconds East 102.92 feet: 6)thence South 35 degrees 28 minutes 19 seconds East 24.52 feet to the west line of said 1.296-acre parcel: thence South 00 degrees 55 minutes 29 seconds East 1,397.60 feet along said west line to the POINT OF BEGINNING. Containing 31,938 acres, more or less.



.....

Exhibit D

CCBCC Operations, LLC Personal Property Tax Abatement Application Town of Whitestown

Abatement Calculation Worksheet

Personal Property Tax (Estimated)

	Depreciation	Investment	AV	Tax Rate	Tax	k Liability		x Liability batement
Year 1	40%	\$ 15,000,000	\$ 6,000,000	0.024942	\$	149,652	\$	
Year 2	55%	\$ 15,000,000	\$ 8,400,000	0.024942	\$	209,513	s	20,951
Year 3	42%	\$ 15,000,000	\$ 6,300,000	0.024942	\$	157,135	s	31,427
Year 4	32%	\$ 15,000,000	\$ 4,800,000	0.024942	s	119,722	\$	35,916
Year 5	24%	\$ 15,000,000	\$ 3,600,000	0.024942	\$	89,791	\$	35,916
Year 5	18%	\$ 15,000,000	\$ 2,700,000	0.024942	\$	67,343	5	33,672
Year 7	15%	\$ 15,000,000	\$ 2,250,000	0.024942	\$	56,220	5	33,672
Year 8	15%	\$ 15,000,000	\$ 2,250,000	0.024942	s	56,120	\$	39,284
Year 9	15%	\$ 15,000,000	\$ 2,250,000	0.024942	S	56,120	S	44,896
Year 10	15%	\$ 15,000,000	\$ 2,250,000	0.024942	\$	56,120	\$	50,508
	Ten Year Tax Lia	bility Related to 8	Expansion	19	\$ 1	1,017,634	S	326,241

COMPLIANCE WITH STATEMENT OF BENEFITS REAL ESTATE IMPROVEMENTS

State Form 51766 (R6 / 4-23)

Prescribed by the Department of Local Government Finance

20 23 PAY 20 24

FORM CF-1 / Real Property

INSTRUCTIONS:

- Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).
- 2. This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.
- This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor
 and the designating body before May 15 or by the due date of the real property owner's personal property
 return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.3(j))
- With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).

PRIVACY NOTICE

The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.3 (k) and (l).

SECTION 1	TAXPAYE	R INFORMATION				
Name of Taxpayer CCBCC Operations, LLC				County		
Address of Taxpayer (number and street, city, sta	a and 7ID code)				e County	
4115 Coca Cola Plaza, Charlotte NO				DLGF Taxing District Number		
Name of Contact Person	20211	Telephone Numb	ner	06 Whitestown Email Address		
Robert Wheeler		(704) 557-		a toyethere	wheeler@cokeconsolidated.co	
SECTION 2	LOCATION AND DE					
Name of Designating Body		Resolution Numb		Estimat	ed Start Date (month, day, year)	
Town of Whitestown		2020-15			/2020	
Location of Property 3690 S 500 E, Whitestown IN 46075	; 3879 S 450 E, Whitestov	wn IN 46075			Start Date (month, day, year) I/2020	
Description of Real Property Improvements				C. SP. 17 . W. C. C.	ed Completion Date (month, day, year 1/2021	
400,000 square foot automated d	stribution warehouse ar	md 15,000 squa	are foot fleet shop	Actual C 04/19	Completion Date (month, day, year) 1/2021	
SECTION 3	EMPLOYEE	S AND SALARIES				
EMPLOYEES AND S	AS E	STIMATED ON SB-1		ACTUAL		
Current Number of Employees		0			0	
Salaries			0			
Number of Employees Retained				0		
Salaries	0		-	0		
Number of Additional Employees		247			462	
Salaries		20,000,000			22,639,000	
SECTION 4	COST	AND VALUES				
COST AND VALUES		REAL EST	TATE IMPROVEMENTS			
AS ESTIMATED ON SB-1	cos	Т		ASSESSED VALUE		
Values Before Project	\$ 0		\$ 0			
Plus: Values of Proposed Project	\$ 25,100,000		\$ 25,100,000			
Less: Values of Any Property Being Replaced	\$ 0		\$ 0			
Net Values Upon Completion of Project	\$ 25,100,000		\$ 25,100,000		***************************************	
ACTUAL	COS	Т		ASSES	SSED VALUE	
Values Before Project	\$ 0		\$ 0			
Plus: Values of Proposed Project	\$ 34,284,000		\$ 35,120,900			
Less: Values of Any Property Being Replaced	\$ 0		\$ 0			
Net Values Upon Completion of Project	\$ 34,284,000		\$ 35,120,900			
SECTION 5 WASTI	CONVERTED AND OTHER	BENEFITS PROMIS		R		
	AND OTHER BENEFITS		AS ESTIMATED ON		ACTUAL	
Amount of Solid Waste Converted						
Amount of Hazardous Waste Converted						
Other Benefits:						
SECTION 6	TAXPAYER	R CERTIFICATION				
I hereby certify that the representations in	this statement are true.					
Signature of Authorized Representative		Director, Prop	erty Tax and Compl	iance	Date Signed (month, day, year)	



STATEMENT OF BENEFITS REAL ESTATE IMPROVEMENTS

State Ferm 51767 (RS / 10-14) Prescribed by the Department of Local Government Finance

This stalement is being completed for real property that qualifies under the following Indiana Code (check one box) Redevelopment or rehabilitation of real estate improvements (IC 6-1.1-12 1-4) Residentially distressed niea (IC 6-1,1-12.1-4.1)

PAY 20 FORM SB-1 / Real Property

PRIVACY NOTICE

Any information concerning the cost of the property and specific salanes paid to included employees by the property bases is confident at per IC 6-1 1-12 1-5 1

- INSTRUCTIONS.

 This statement must be submitted to the body designating the Economic Reviolitation Area prior to the public hearing differences information from the applicant in making its decision about whether to designate an Economic Reviolitation Area Otherwise, this statement must be submitted to the designating body BEFORE the redevelopment or rehabilitation of real property for which the person when the submitted to the designating body and the area designated an economic reviolation for which the person desities to other a designated an economic reviolation area before the installant of the redevelopment or rehabilitation for which the person desities to other a designated an economic reviolation area before the installant of the redevelopment or rehabilitation for which the person desities to other a deduction. A Form 322RE must be filed with the County Audier before they 10 in the year in which the addition is assisted valuation in made or not later than thiny 1301 days after the assessment notice is maked to the property owner if it was maked after April 10. A property owner who fire a deduction application within the presenced deadtine may fire on application between March 1 and May 10 of a substituted 14 Aproperty owner who fire for application between March 1 and May 10 of a substituted 14 Aproperty should be attached to the Form 322RE when the deduction is first closined and then updated annually for each year the deduction is expicable.

 For a Form SB-1/Real Property that is approved efter June 20, 2013, the designating body is required to establish an abatement schedule for each
- IC 6-1 1-12 1-9 1(b)

 5 For a Form SB-1/Real Property that is approved efter June 29, 2013, the designating body is required to establish an abatement schedule for each deduction accoved. For a Form SB-1/Real Property that is approved prior to July 1, 2013, the abatement schedule approved by the designating body.

and country the sale						
Robert Wheel			Rieghane number		E-TET escre	
SECTION'2	THE PROPERTY	TO DEATION AND DEST	(704) 557-44	126		ei@cokeconsoldated.co
traine of designal op to	At .	LOCATION AND DESCRIPTION	RIPTION OF PROPOSE	D PROJECT	The No.	The same of the
					Resolution ru	
Son Eublist HA	n		County			
See Exhibit "A"	(item 4)	4	Boone		DLGF tax.ng	stinti nuniber
Soo Exhibit "A" (ilon	of the services received	pment priends (15) on fuse each	and anced decreases			
	-5 10 and 11)		and the same of th		6/15/202	
SECTION 3	* ESTIMA	TE OF EMPLOYEES AND SA	L'ARIEC AS RESIDEN		4/19/202	miles date (menti cap pe
0.00	Salares	Humbertetained	Solares	FPROPOSED PR	DJECT	
SECTION'4	\$0.00	0.00	\$0.00	247.00		Salaries
	1	ESTIMATED TOTAL COST	AND VALUE OF PROPO	OSED PROJECT		\$20,000,000.0
				REAL ESTATO	- Control	- Carlotte
Current values			cos	REAL ESTATE I		
	ies of proposed project			000	ASS	ESSED VALUE
Less values of any	croperty being replaced			25,100,000 00		- 0
NO DETINISTANT				244	75 100 000	
SECTION 5	1 1 1 1 Iwa	STE CONVERTED AND		25,100,000 00		
Extractor		Cled STE CONVERTED AND OTH	ER BENEFITS PROMIS	ED BY THE TAXP	AYER	25,100,000
The state of the s	te convened (pounds)	0.00				
merbenetits			Estimated hazardo	as waste convened	(pounds) U	.00

DESCRI	find that the applicant meets	Service Service Con-	1909 1919:050	US BERGUS TON	70.00	
Vie I	find that the applicant meets	the cappial stands		OCALISMONATING!	(O))Y	deliberation of the second
unde	er IC 6-1 1-12.1, provides for	the following bints	irds in the resolution illons:	adepted or to be ade	opled by this body.	Sald resolution, passed or to be passed
Α	A The designated area has to expires is	been Imited to a p	cried of time not to e	*5003	_ ca'endar years* (.	see below). The dale this designation
e	The type of deduction that 1. Redevelopment or rehal 2. Residentially distressed	is allowed in the d	1010 • DODGE - 101	riled to:	;o	a. a.g.m.j.g.
C	The amount of the deduction	on applicable is te	lod to \$	Yes DN	io .	
D	Other limitations or condition	ons (speedy)_	100 100			
	. Number of years allowed	☐ Year 1 ☐ Year 6	Year 2	Year 3	Year 4	Year 5 ("see below)
	For a statement of benefits Yes No If yes, alliach a copy of the all no, the designating body i	is required to estat	e to this form itsh an abalement s	designating body as:	opi an abalemeni s	
deleir	ave also reviewed the information that the lotality of bene displacement to of europed	alion contained in t	he statement of ben		estimates and exp	ermined. ectations are reasonable and have
	to your to be a fire or our onled	member of designat	ng trody)	Telephone rumber		Date signed (moral, day (mar)
ied na	and of nutratives member of ces	MODAL DO DOCK		()		The state of the s
				Name of designation	3 5951	
ard by	y to must me and the of arested			Proted name of alle	ester	
If the	designating body limits the tier is entitled to receive a ded	ine period during v	stich an area is an o	conomic revious ato	n area, that I mitalio	on does not limit the longth of time a
A F	For residentially distressed at 6-1 1-12 1-4 1 remainin effect 2013, the designating body is (10) years. (See IC 6-1,1-12 For the redestributed)	iteas where the Fo. cf. The deduction p required to estable 1-17 below.) rabilitation of real p	rm SB-tiReal Proper relied may not excee shan abalement so reperty where the Fr	ny was approved pro- ed five (5) years. For hedulo for each codu prim SB-1/Real Pro-	or to July 1, 2013, if a Form SB-1/Real action allowed. The	te deductions established in IC Property that is approved after June 30 deduction period may not exceed fen
G-1 1	1-12.1-17					
ec 17	(a) A designating body may 4 or 4.5 of this chapter an ab (1) The total am (2) The number (3) The average	of new full-time ed	ers investment in re juivalent Jobs create	al and personal prope d.	erty	and that receives a deduction under
	(D) In a subsection analas	10 1-1	- m-bujers u	ive siment		had establish an abatement schedule mount of the deduction for each year of

Exhibit A

CCBCC Operations, LLC Real Property Tax Abatement Application Town of Whitestown

- 4. Two Locations
 - a. Distribution Center
 - i. 3690 500 E. Whitestown IN 46075
 - 1. 0180213006
 - b. Fleet Shop
 - i. 3879 S 450 E, Whitestown IN 46075
 - 1. 0120023000
 - ii. 3925 S 450 E. Whitestown IN 46075
 - 1. 0120512000
 - iii. 3947 S 450 E, Whitestown IN 46075
 - 1. 0120264000
 - 2. 0120264001

8. Other Indiana Locations

- 5010 Airport Expressway, Fort Wayne 46809
- 641 Wernsing Road, Jasper 47546
- 1617 N Meridian Street, Portland 47371
- 3200 E 38th Street, Anderson 46013
- 5000 W 25th Street, Indianapolis 46244
- 3830 Hanna Circle, Indianapolis 46241
- 1701 S Liberty Drive, Bloomington 47403
- 1700 W Ireland Road, South Bend 46614
- 405 N Harrison Street, Shelbyville 46176
- 830 N 6th Street, Lafayette 47904
- 3223 Interstate Drive, Evansville 47715
- 3199 N Fruitridge Avenue, Terre Haute 47804

10. Two Locations

- a. Distribution Center
 - CCBCC Operations, LLC makes, sells, and distributes beverages of The Coca-Cola Company and other partner companies in more than 300 brands and flavors. The new Whitestown Center will assemble and distribute orders to retail customers in Indianapolis and the surrounding areas. Expected cost is \$23.5MM.
- b. Fleet Shop

Exhibit A

CCBCC Operations, LLC Real Property Tax Abatement Application Town of Whitestown

 CCBCC Operations, LLC will operate a fleet shop for the upkeep of its vehicles. Expected cost is \$1.6MM.

11. Two Locations

- a. Distribution Center
 - The construction of a new 400 SF distribution center to support CCBCC Operations, LLC's distribution operations.
- b. Fleet Shop
 - The construction of a new 15K SF fleet shop for the maintaining of CCBCC Operations, LLC's vehicles.

STATE OF THE STATE

COMPLIANCE WITH STATEMENT OF BENEFITS REAL ESTATE IMPROVEMENTS

State Form 51766 (R5 / 12-21)
Prescribed by the Department of Local Government Finance

20 23 PAY 20 24

FORM CF-1 / Real Property

INSTRUCTIONS:

- This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.
- Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).
- 3. This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.
- 4. This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 16, 2022, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.3(j))
- 5. With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).

PRIVACY NOTICE

The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.3 (k) and (l).

Name of taxpayer		RINFORMATION		County	· 非一种的特殊。	
Prologis				Boone		
Address of taxpayer (number and street, city, state, and	d ZIP code)			DLGF taxing dis	trict number	
8888 Keystone Crossing, Suite 570				06-019		
Name of contact person				Telephone numl	per	
Matthew Groce				(317) 2	228-5203	
SECTION 2	LOCATION AND DES	CRIPTION OF PROPER	TY		建筑基础	
Name of designating body		Resolution number		Estimated start	date (month, day, year)	
Whitestown Redevelopment Commission 2012-09				7/1/2012		
Location of property				Actual start date	(month, day, year)	
4055 S 500 E. Whitestown, IN 46075						
Description of real property improvements	A	W 0000 ARC DEC 1600-V			letion date (month, day, year	
Approximately 598,500, Office, \	Warehouse and Dis	stribution facility	and	7/1/13		
associated parking areas and si	te improvement 01	8-03580-07		Actual completion	on date (month, day, year)	
· · · · · · · · · · · · · · · · · · ·	W.S.					
SECTION 3	EMPLOYEE	S AND SALARIES		- 10	以为某种的	
	EES AND SALARIES		7	TED ON SB-1	ACTUAL	
Current number of employees			40		317	
Salaries			1,200,000		13,759,000	
Number of employees retained						
Salaries						
Number of additional employees						
Salaries	0007	NID VALUE		-979	Table 1800 on the second to some second	
SECTION 4	COST	AND VALUES	and the same of the same of		TO THE PART OF THE	
COST AND VALUES AS ESTIMATED ON SB-1	-	The state of the s	E IMPROVEME		-D.VALLE	
Values before project	279,000	OST	1 007 200	ASSESSE	ED VALUE	
Plus: Values of proposed project	13,765,500		1,627,300 28,051,800			
Less: Values of any property being replaced	10,700,000		28,031,000			
Net values upon completion of project	14,044,500		29,679,100			
ACTUAL	united the cost	OST	25,015,100	ACCECCE	ED VALUE	
Values before project	279,000	001	-	ASSESSE	ED VALUE	
Plus: Values of proposed project	15,959,673					
Less: Values of any property being replaced						
Net values upon completion of project	19,959,952		31,133,400			
	ONVERTED AND OTHER B	ENEFITS PROMISED B	The state of the s	ER		
	AND OTHER BENEFITS		AS ESTIMAT		ACTUAL	
Amount of solid waste converted		***************************************				
Amount of hazardous waste converted						
Other benefits:						
SECTION 6	TAXPAYER	CERTIFICATION	阿拉斯斯斯 斯斯	一個		
, I h	nereby certify that the repres					
signature of authorized representative Matthew Groce	Action of Control	Title	-	Date signed (r	nonth, day, year)	
matthew Groce		Associate, Real Esta	ite Tax	5/1/2023		

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.3 and IC 6-1.1-12.1-5.9)

- Not later than forty-five (45) days after receipt of this form, the designating body <u>may</u> determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).
- 2. If the property owner is found NOT to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination, including the date, time, and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.
- Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property), and whether any failure to substantially comply was caused by factors beyond the control of the property owner.
- 4. If the designating body determines that the property owner has NOT made reasonable efforts to comply, the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owned by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.

	101	
We have reviewed the CF-1 and find that:		
the property owner IS in substantial compliance		
the property owner IS NOT in substantial compliance		
other (specify)		
Reasons for the determination (attach additional sheets if necessary)		
Signature of authorized member		Date signed (month, day, year)
Attested by:	Designating body	
If the property owner is found not to be in substantial compliance time has been set aside for the purpose of considering complian	e, the property owner shall receive the opportunity force. (Hearing must be held within thirty (30) days of	or a hearing. The following date and the date of mailing of this notice.)
Time of hearing AM Date of hearing (month, day, year)	Location of hearing	
HEARING RESU	LTS (to be completed after the hearing)	2.6. 全都是有关部署的经济等。
Approved	Denied (see instruction 4 above)	
Reasons for the determination (attach additional sheets if necessary)		
Signature of authorized member		Date signed (month, day, year)
Attested by:	Designating body	
APPEA	L RIGHTS [IC 6-1.1-12.1-5.9(e)]	· · · · · · · · · · · · · · · · · · ·
A property owner whose deduction is denied by the designating Circuit or Superior Court together with a bond conditioned to	body may appeal the designating body's decision b pay the costs of the appeal if the appeal is dete	y filing a complaint in the office of the



COMPLIANCE WITH STATEMENT OF BENEFITS REAL ESTATE IMPROVEMENTS

State Form 51766 (R5 / 12-21) Prescribed by the Department of Local Government Finance

INSTRUCTIONS:

1. This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.

2. Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).

3. This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.

4. This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 16, 2022, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.3(j))

5. With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).

20 23 PAY 20 24

FORM CF-1 / Real Property

PRIVACY NOTICE

The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1.1-12.1-5.3 (k) and (l).

one (1) compliance form (Form CF-1/Real Prope	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				1 WAS A SECTION OF THE TOTAL S	
SECTION 1	TAXPAYER INFO	ORMATION		County		
ame of taynaver		ما اممام الممام الم		Boone		
wissam Property ("SAP") Corp. (building	owner)/Rego-Fix Tool Corp	oration (related le	ssee)	DLGF taxing district number		
Idress of taxpayer (number and street, city, state, and 2	IP code)			The state of the s		
420 Anson Blvd Whitestown, IN 46075	v			06019		
ame of contact person				Telephone number (317) 82	28-2155	
litch Katz, CFO			7797109-7213-1	(317) 62	20-2100	
SECTION 2	LOCATION AND DESCRIP		Y		ate (month, day, year)	
ame of designating body		Resolution number		August 2016		
/hitestown Town Council 2016-22					(month, day, year)	
ocation of property				August 2016		
420 Anson Blvd Whitestown, IN 46075					etion date (month, day, year)	
escription of real property improvements	10	February 20				
Approximately 18,000 square feet of improvements to serve as the			05		n date (month, day, year)	
neadquarters				March 16, 20		
leadquarters		The state of the s	MIT ON WATER TO	March 10, 20		
SECTION 3	EMPLOYEES AN	D SALARIES	[2] 新疆。			
	ES AND SALARIES		AS ESTIMA	TED ON SB-1	ACTUAL	
Current number of employees			19		21	
Salaries			1,300,000		2,395,408	
Number of employees retained			19		19	
Salaries			1,300,000		2,298,908	
Number of additional employees			3		2	
Salaries			120,000	77.5	96,500	
SECTION 4	COST AND					
COST AND VALUES		REAL ESTAT	E IMPROVEN	IENTS		
AS ESTIMATED ON SB-1	COST			ASSESSI	ED VALUE	
Values before project	0					
Plus: Values of proposed project	2,000,000					
Less: Values of any property being replaced						
Net values upon completion of project	2,000,000					
ACTUAL	COST			ASSESS	ED VALUE	
Values before project			0			
Plus: Values of proposed project	2,860,000		3,107,300			
Less: Values of any property being replaced						
Net values upon completion of project			3,107,300			
SECTION 5 WASTE C	ONVERTED AND OTHER BEN	EFITS PROMISED E				
WASTE CONVERTED	AND OTHER BENEFITS		AS ESTIM	ATED ON SB-1	ACTUAL	
Amount of solid waste converted					1	
Amount of hazardous waste converted					-	
Other benefits:	= 10 M				CONTRACTOR OF STREET	
SECTION 6	TAXPAYER CE		TXT (FIX)		的特殊等等等	
	hereby certify that the represent	ations in this stateme	ent are true.			
Signature of authorized representative	Т	President		Date signed	(month, day, year)	
Andre						

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.3 and IC 6-1.1-12.1-5.9)

- Not later than forty-five (45) days after receipt of this form, the designating body <u>may</u> determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).
- If the property owner is found NOT to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination, including the date, time, and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.
- Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property), and whether any failure to substantially comply was caused by factors beyond the control of the property owner.
- 4. If the designating body determines that the property owner has NOT made reasonable efforts to comply, the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.

We have reviewed the CF-1	and find that:			
the property owner IS in	n substantial compliance			
the property owner IS I	NOT in substantial compliance			
other (specify)				
Reasons for the determination (at	ttach additional sheets if necessary)			
Signature of authorized member				Date signed (month, day, year)
Attested by:		Designating body	,	
	and not to be in substantial complian r the purpose of considering compli			
	Date of hearing (month, day, year)	Location of hearing		
	HEARING RES	SULTS (to be completed after	r the hearing)	13.1 14年,新华美华
	☐ Approved	☐ Denied (see	e instruction 4 above)	
Reasons for the determination (at	ttach additional sheets if necessary)			
				Land to the state of the state
Signature of authorized member				Date signed (month, day, year)
Attested by:		Designating body		
	APPE	AL RIGHTS [IC 6-1.1-12.1-5.9	9(e)]	310
				by filing a complaint in the office of the ermined against the property owner.



Slate Form 51767 (R8 / 10-14)

Prescribed by the Department of Local Government Finance

This statement is being completed for real property that qualifies under the following Indiana Code (check one box): ☐ Residentially distressed area (IC 8-1,1-12,1-4.1)
☐ Residentially distressed area (IC 8-1,1-12,1-4.1)

20 17 PAY 20 18

FORM SB-1 / Real Property

PRIVACY NOTICE

Any information concerning the cost of the property and specific salaries paid to individual employees by the property owner is confidential per IC 8-1.1-12.1-5.1.

ORIGINAL

- INSTRUCTIONS:

 1. This statement must be submitted to the body designating the Economic Revitalization Area prior to the public hearing if the designating body requires information from the applicant in making its decision about whether to designate an Economic Revitalization Area. Otherwise, this statement must be submitted to the designating body BEFORE the redevelopment or rehabilitation of real property for which the person wishes to claim a deduction.

 2. The statement of benefits form must be submitted to the designating body and the area designated an economic revitalization area before the initiation of the redevelopment or rehabilitation for which the person desires to claim a deduction.

 3. To obtain a deduction, a Form 322/RE must be filed with the County Auditor before May 10 in the year in which the addition to assessed valuation is made or not later than thirty (30) days after the assessment notice is mailed to the property owner if it was mailed after April 10. Aproperty owner who failed to file a deduction application within the prescribed deadling may file an application between March 1 and May 10 of a subsequent year.

 4. A property owner who files for the deduction must provide the County Auditor and designating body with a Form CF-1/Real Property. The Form CF-1/Real Property should be attached to the Form 322/RE when the deduction is first claimed and then updated annually for each year the deduction is applicable. IC 6-1.1-12.1-5.1(b)

 5. For a Form SB-1/Real Property that is approved after time 30, 2013, the designating between the state of the signating body with a Form CF-1/Real Property that is approached after time 30, 2013, the designating between the state of the signation of the signating body.
- For a Form SB-1/Real Property that is approved after June 30, 2013, the designating body is required to establish an abatement schedule for each deduction allowed. For a Form SB-1/Real Property that is approved prior to July 1, 2013, the abatement schedule approved by the designating body remains in effect. IC 5-1.1-12.1-17

SECTION 1		TAXPAYER	INFORMAT	ON	SPEEK	No.	VI WISH WAS
Name of texpayer							
	uilding owner) / Rego-F		(related	lessee)			
	umber and street, city, state, and ZIP Road - Indianapolis, IN						
Name of contact person		10200	Telephone nu	mhar		E-mail add	mes .
Mitch Katz, C			1 5 5 6 6 VOICE STATE	28-2155			o@yahoo.com
SECTION 2		CATION AND DESCRIPT			IECT	REIZER	S@yanoo.com
Name of designating be				STAGO STAR OF		Resolution	number
Whitestown T	own Council		*		. 3		Marketo .
Location of property			County		-2		ng district number
THE RESIDENCE OF THE PARTY OF T	. Whitestown, IN (Parcel 06-0		The state of the s			06-019)
The state of the s	perty improvements, redevelopment,	The state of the s					start dale (month, day, year)
	es constructing approximately 18	3,000 s.f. of improvements	to serve as I	ts United States		Augus	
headquarters.							completion date (month, day, year)
		-		and the second second			ary 2017
SECTION 3	Salaries	Number retained	Salaries	SUBTORIERO		The state of	Salaries
19.00	\$1,300,000.00	19.00	United the Paragraphy	0.000.00	3.00	Moun	\$120,000.00
13.75-44.54.04.11		IMATED TOTAL COST A			L. Branch and Communication	100	\$120,000.00
SECTION 4	1-50	IMATED TOTAL GUSTAN	TO PARTIE O			UDDOVE)	(Film
			-	COST	L ESTATE I		ASSESSED VALUE
Current values			_	0031	0.00	-	ASSESSED VALUE
	alues of proposed project		1		2,000,000.00		0.00
	ny property being replaced				2,000,000.00		
	lues upon completion of project				2,000,000.00		· · · · · · · · · · · · · · · · · · ·
SECTION 5		CONVERTED AND OTHE	RIBENEFITS	PROMISED P	Y THE TAXE	AYER	· · · · · · · · · · · · · · · · · · ·
Lateral research at the Arean		***************************************		1414			
Estimated solid w	vaste converted (pounds)		Estimate	ed hazardous w	aste converte	ed (pounds	i)
Other benefits							
SECTION 6		TAXPAYER C	ERTIFICATI	ON			中中,并从其他和 上
3 / /	that the representations in th	nis statement are true.					
Signature autorzo	representative					3/29/2	ed (month, day, year) 016
Printed name of autho	rized representative			Title			
Andreas Web	er			President			



三 经证			FOR USE OF THE	DESIGNATING BO	DY	
	nd that the applicant meets the IC 6-1.1-12.1, provides for the			opled or to be adopt	led by this body. Sa	id resolution, passed or to be passed
A.	The designated area has be expires is		od of time not to exce 	eed c	calendar years" (see	below). The date this designation
В.	The type of deduction that is 1. Redevelopment or rehabl 2. Residentially distressed a	litation of real estate		d lo: Yes No		
C.	The amount of the deduction	applicable is limite	ed to \$			
D.	Other limitations or condition	ns (specify)				
E.	Number of years allowed:	Year 1 Year 6	Year 2 Year 7	Year 3 Year 8	Year 4 Year 9	Year 5 (*see below) Year 10
We ha	For a statement of benefits a Yes No If yes, attach a copy of the a If no, the designating body is the also reviewed the information of the that the totality of bene	batement schedule required to establi	to this form. sh an abalement sci e statement of bene	nedule before the de	duction can be dete	
Approved	(signature and title of authorized	member of designation	g body)	Telephone number		Date signed (month, day: year)
				()		
Printed no	ime of authorized member of des	ignating body		Name of designating	body	
Altested b	y (signature and title of stiester)			Printed name of atta	ester	
taxpay	ver is entitled to receive a dec For residentially distressed a 6-1.1-12.1-4.1 remain in effe	fuction to a number areas where the For act. The deduction p	of years that is less m SB-1/Real Proper eriod may not excee	than the number of ty was approved price of five (5) years. For	years designated un or to July 1, 2013, th r a Form SB-1/Real	e deductions eslablished in IC Property that is approved after June 30.
			ish an abatement sc	hedule for each ded	uction allowed. The	deduction period may not exceed ten
В.		habilitation of real p esignating body ren	nains in effect. For a	Form SB-1/Real Pro	perty that is approve	rior to July 1, 2013, the abelement ed after June 30, 2013, the designating w.)
IC 6-1	.1-12.1-17					
	ment schedules					
	n 4 or 4.5 of this chapter an a (1) The total a	batement schedule mount of the taxpay	based on the follow yer's investment in re	ing factors: eal and personal pro		and that receives a deduction under
	(3) The averag	ge wage of the new	quivalent jobs create employees compare is for the taxpayer's	ed to the state minim	um wage.	
	(b) This subsection applie for each deduction all the deduction. An abo	es to a statement of owed under this cha atement schedule n	benefits approved a apler. An abatement hay not exceed ten (fter June 30, 2013 schedule must spec 10) years.	cify the percentage a	shall establish a abatement schedule amount of the deluction for each year of the abatement whedule expires under
	the large of the second				monta in ened until	ure avalement schedule expires under



RESOLUTION NO. 2016-22

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF WHITESTOWN, INDIANA APPROVING REAL PROPERTY TAX DEDUCTIONS IN WHITESTOWN ERA #2 UNDER INDIANA CODE 6-1.1-12.1

SAP CORP/REGO-FIX TOOL 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 Nos. 2006-01 and 2006-03, declared an area which is a part of the Northeast Quarter of Section 26, Township 18 North, Range 1 East, commonly known as the AllPoints at Anson development, as an economic revitalization area and designated as the Whitestown ERA #2 (the "ERA #2"); and

WHEREAS, pursuant to Resolution No. 2009-26 of the Town, the term of ERA #2 was extended an additional ten (10) years with a termination date of January 1, 2020; and

WHEREAS, the Town Council has been advised by SAP Corp and Rego-Fix Tool Corporation (collectively, the "Applicant") of the proposed development and construction of a new assembly and distribution facility in the approximate size of 18,000 square feet (the "Project") to be located at 4400 Anson Boulevard, 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 real property by reason of its Project and has requested a traditional real 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, on April 4, 2006, the Whitestown Redevelopment Commission adopted its Resolution approving the Application; 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 Boone County Commissioners (the "Commissioners") and the Commissioners have adopted or will adopt a resolution approving the Application (the "Commissioners' Resolution"); 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 real 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.
- 2. The Town Council hereby makes the following affirmative findings in regards to the Application:
 - a. the estimate of the value of the redevelopment or rehabilitation is reasonable for projects of that nature;
 - 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 described redevelopment or rehabilitation;
 - 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 described redevelopment or rehabilitation;
 - the other benefits about which information was requested are benefits that can be reasonably expected to result from the proposed redevelopment or rehabilitation;
 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 adoption by the Commissioners of the Commissioners' 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/Real Property, demonstrating its substantial compliance with the investment, wage, and employment estimates set forth in its Statements of Benefits (Form SB-1/Real Property) 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.



6. This Resolution shall take effect upon its adoption, and shall entitle the Applicant to deductions for real property taxes for the Project as provided in Indiana Code 6-1.1-12.1-3 for a period of ten (10) years and in accordance with the following abatement schedule:

	% of Assessed Value		
Year	Exempt From Real 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 real property taxes shall commence on the assessment date immediately following the completion of the improvements described in the Form SB-1/Real Property.



ADOPTED this i3 day of April, 2016.

Eric Miller, President

Susan Austin, Council Member

Clinton Bohm, Council Member

Jeff Wishely, Council Member

Kevin Russell, Council Member

ATTEST:

Matt Sumner, Clerk-Treasurer



EXHIBIT A

Tax Abatement Application





TOWN OF WHITESTOWN, INDIANA

APPLICATION FOR REAL PROPERTY TAX ABATEMENT

Instructions and Procedures

Indiana state law requires that this application for real property tax abatement and statement of benefits form (SB-1/RP) be submitted to the Town of Whitestown, Indiana (the "Town") prior to the initiation of the project. Additionally, final approval of the application must be obtained from the Town before starting the construction of real property improvements for which tax abatement is being requested.

The completed application, including all attachments and forms, and fees should be submitted to:

Town of Whitestown

Attn: Mr. Dax Norton, Town Manager

6210 S 700 E

Whitestown, Indiana 46075 Office: (317)732-4530

Mobile: (317)495-5864 Fax: (317)769-6871

E-Mail: dnorton@whitestown.in.gov

Prior to submitting the attached application to the Town, all questions must be answered as completely as possible and must be signed on the Statement of Benefits Form (SB-I/RP) and the last page of the application. Incomplete or unsigned applications will not be accepted as official filings. All applicants are encouraged to discuss the proposed project and tax abatement request with the Town Manager and the Presidents of the Whitestown Redevelopment Commission and Whitestown Town Council prior to filing their application.

Fees

The second of th

A \$2,000 non-refundable application fee is required when making an application for real property tax abatement and is payable to the "Town of Whitestown" within 7 days of the approval of the application (the "Application Fee"). In addition, if the



applicant is submitting an application for a real property tax abatement that does not conform with the traditional tax abatement schedule (a "Modified Abatement Schedule"), the applicant may be required to pay an additional fee (the "Modified Abatement Application Fee"). The amount of the Modified Abatement Application Fee will be determined by the Town in its sole discretion based upon all of the facts and circumstances (including the proposed Modified Abatement Schedule). Payment of the Modified Abatement Application Fee shall be made within 14 days of notification in writing by Whitestown to the Applicant of the amount of such Modified Abatement Application Fee.

All companies requesting real property tax abatement will be required to execute a Memorandum of Understanding with the Town prior to consideration of the tax abatement request, the form of which memorandum is included with this application.

Any requests for additional information or questions should be directed to the following:

Town of Whitestown Attn: Mr. Dax Norton, Town Manager 6210 S 700 E

Whitestown, Indiana 46075 Office: (317)732-4530 Mobile: (317)495-5864 Fax: (317)769-6871

E-Mail: dnorton@whitestown.in.gov



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

1. Name of the company for which personal property tax abatement is being requested: _SAP Corp (building owner) / Rego-Fix Tool Corporation (related lessee
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: Mitch Katz, CFO
Address: _7752 Moller Road - Indianapolis, IN 46268
Telephone: _317-828-2155
E-Mail Address: katzcfo@yahoo.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: Mitch Katz, CFO
Address: 7752 Moller Road - Indianapolis, IN 46268
Telephone: 317-828-2155
E-Mail Address: katzcfo@yahoo.com
Location of property for which personal property tax abatement is being sought: Street Address: 4400 Anson Blvd
b) Tax Parcel Number(s): <u>06-07-26-000-001.039-019</u>
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 real property at the project location:
\$21,300



	Has this project or tax abatement request been discussed with either the President Whitestown Redevelopment Commission, the Whitestown Town Manager or the ent of the Whitestown Town Council?x Yes No
	Does your company currently conduct manufacturing operations, research and pment, distribution and/or information technology research at this location? If so, ng has your company been at this location?
	Does your business have other operations in Indiana? If so, please list the n of the other operations. Yes, This project would involve the relocation of ations from 7752 Moller Road in Indianapolis.
	What is the size of the facility to be improved or constructed? proximately 18,000 s.f.
10.	On a separate page, briefly describe the nature of the business of your company.
11. constru	On a separate page, briefly describe the proposed real estate improvements to be acted by your company at the project location.
12. State s granted	Have the proposed real estate improvements been constructed (Please note that tatute requires applicants to delay construction until after abatement has been 1)?
	YesxNo
13.	What is the anticipated date for construction to begin? August 2016
14.	What is the anticipated date for project completion? February 2017
l5. change	If a facility is being improved, does the proposed improvement to the facility the function of the current facility? - n/a (new development)
	YesNo
a)	If yes, please describe the any new functions to be performed at the improved facility:



b)	What is the estimated value of the real property improvement for which real property tax abatement is being requested? \$2,000,000					
6. vhich	Complete the following profile of the Company that will occupy the property for h tax abatement is being requested:					
a)	a) Number of current full time permanent hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)					
	Skilled 19	Average hourly wage rate for skilled positions\$33				
i	Semi-skilled	Average hourly wage rate for semi-skilled positions				
	Clerical	Average hourly wage rate for clerical positions				
	Salaried	Average salary (per hour) for salaried positions				
	TOTAL NUMBER 0	OF EXISTING EMPLOYEES (permanent and full-time)				
b)	art-time hourly employees by skill level (include average luding benefits and overtime) - n/a					
	Skilled	Average hourly wage rate for skilled positions				
	Semi-skilled	_Average hourly wage rate for semi-skilled positions				
	Clerical	Average hourly wage rate for clerical positions				
	TOTAL NUMBER O	OF EXISTING EMPLOYEES (part-time)				
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.) \$4.05 per hour					
d)	d) Summary of benefits for existing and new employees. Health, dental, & vision insurance, life insurance, 401k, educational					
	reimbursement program, community giving match					
e)	Number of created fu average hourly wage	II-time permanent hourly employees by skill level (include rate excluding benefits and overtime)				
	Skilled 3	Average hourly wage rate for skilled positions \$19.25				
	Semi-skilled	Average hourly wage rate for semi-skilled positions				



	Clerical	Average hourly wage rate for clerical positions			
	Salaried	Average salary (per hour) for salaried positions			
		OF NEW EMPLOYEES (permanent and full-time)			
f)	Number of created part-time hourly employees by skill level (include average hourly wage rate excluding benefits and overtime) - n/a				
	Skilled	Average hourly wage rate for skilled positions			
	Semi-skilled	Average hourly wage rate for semi-skilled positions			
	Clerical	Average hourly wage rate for clerical positions			
	Salaried	Average salary (per hour) for salaried positions			
	TOTAL NUMBER O	OF NEW EMPLOYEES (part-time)			
g)	g) What is the total dollar amount to be spent on new salaries? \$120,000				
	h) Provide schedule for when new employee positions are expected to be filled. One employee hired per year in 2017, 2018, and 2019.				
		NAME OF THE PROPERTY OF THE PARTY OF THE PAR			

- 17. On a separate page, please give a detailed description of what the impact on your business will be if the proposed real property improvement is not constructed (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
- 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)

	% of Assessed Value
Year	Exempt From Real Property Taxes
1	100%
2	95%
3	80%
4	65%
5	50%
6	40%
7	30%



8	20%	- 7
9	10%	
10	5%	

20. Complete the following schedule concerning the proposed real 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. B.	Current Annual Real Property Te Projected 10-Year Total:	\$530 \$5,300			
II.	Pro	ected Conditions With Abatemen				
	A. B.	Projected 10-Year Real Property Projected 10-Year Abatement:	Taxes: \$477,500 \$196,960			
III.		Projected Total (Assumes Abates Granted)	<u>nent</u>			
	A. B.	Total Amount Abated: Total Taxes to be Paid:	_\$196,600 _\$280,540			
Note	: At	tach Worksheets				
21.	W	hich approvals or permits will be	required for the project?			
	(a) (b) (c) (d)) annexation) plat approval	(e) variance (f) special exception (g) building permit - x (h) other			
22. detai No	1 cos	ill additional public infrastructure ts/funding source and schedule for itional infrastructure needs hav	facilities be required? If so, please explain in construction. be been identified			
	n (e.g	or the proposed project, is the ap g., tax increment financing, econor explain. No	plicant requesting other incentives from the nic development revenue bond financing)? If			
24. provi		ease describe any community in the past and/or expects to provide	nvolvement/contributions the applicant has le in the future, - See attached			
-						



25. Will local suppliers and contractors be used in the construction/operation of the proposed project? If so, please explain. To the extent commercially reasonable, the company prefers to source locally 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
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.)? n/a - the company has never had operations in Whitestown or Boone County
28. Does the proposed project take advantage of any "green" technology to reduce adverse environmental impact? If so, please explain. While the building will be designed to maximize energy efficiency, there are no specific green technologies.
CHECKLIST OF ATTACHMENTS:
Application Fee (\$2,000) - to be submitted after approval completed Completed Memorandum of Understanding Completed Form SB-1/RP Legal Description of Project Site Area Map of Project Site Description of Business at Site Description of Improvements to Site Description of Impact on Business if Improvements not Constructed Schedule of Annual Tax Abatement % Worksheets for Abatement Calculation

of the second of



I hereby certify that the information and representations on and included with this application for Real 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/RP. I also acknowledge that failure to provide such information may result in a loss of tax abatement deductions. Signature of Owner or Authorized Representative President Title March 29, 2016 Date STATE OF Indiana SS: Before me, the undersigned Notary Public, this 29th day of March 2016 personally appeared Andreas Weber and acknowledged the execution of the foregoing application for real property tax abatement for the Town of Whitestown, Indiana. In witness whereof, I have hereunto subscribed my name and affixed my official seal.

My commission expires:

Calinlania



Attachment to Real Property Application

- 10. Rego-Fix Tool Corporation is a family-owned business based out of Switzerland. Rego-Fix produces highly-specialized manufacturing machinery, such as a clamp to grip dies. The company has a well-known reputation for quality which allows it to sell into multiple markets where precision is required.
- 11. The company would construct a one-story facility. The facility would represent the company's United States headquarters, and would house office, distribution, and light-assembly operations. With an expected budget of over \$100 per square foot, the facility would have a desirable curb appeal.
- 17. The company has made the decision to relocate its US headquarters. Should this project not occur at Anson, it would locate in another location (likely in the central Indiana region).
- 19. Proposed tax abatement schedule -

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

24. The company and its owners are deeply involved in various civic and non-profit entities, including organizations such as Outreach, Inc., Family Promise of Greater Indianapolis, Trinity Health Clinic, Thrive 360 (Kids Against Hunger), and Life Centers. The company is excited to be an active corporate citizen.



Property Tax Projections Rego-Fix Tool Corporation

20.1. Projected Current Conditions Without Abatement

Land at current assessed value of \$21,300

Year	Total Property Tax	Abated	Paid
1	530	N/A	530
2	530	N/A	530
3	530	N/A	530
4	530	N/A	530
5	530	N/A	530
6	530	N/A	530
7	530	N/A	530
8	530	N/A	530
9	530	N/A	530
10	530	N/A	530
	\$ 5,300	\$ -	\$ 5,300

20.1. Projected Conditions With Abatement

\$400,000 of land, \$2,000,000 of improvements

Year	Total Property Tax	Abated	Pald
1	47,750	39,790	7,960
2	47,750	37,800	9,950
3	47,750	31,830	15,920
4	47,750	25,860	21,890
5	47,750	19,890	27,860
6	47,750	15,920	31,830
7	47,750	11,940	35,810
8	47,750	7,960	39,790
9	47,750	3,980	43,770
10	47,750	1,990	45,760
	\$ 477,500 \$	196,960 \$	280,540

Assumptions

- 1. In order to provide a conservative estimate, assumes the assessed value of the real property is 80%.
- 2. This model assumes no changes in assessed value of Real Estate over the term of the abatement.
- 3. Property tax rate for district 06019 remains constant at 2.4871%.



Legal Description

The property is commonly known as parcel 06-07-26-000-001.039-019.

The legal description for the site is:

PT SE NW 26-18-1E 4.25

(to acuse on 11"x17" paper)

(ORIGINAL

WHITESTOWN, INDIANA





STATEMENT OF BENEFITS REAL ESTATE IMPROVEMENTS

State Form 51767 (R8 / 10-14)

Prescribed by the Department of Local Government Finance

This statement is being completed for real property that qualifies under the following Indiana Code (check one box): ☑ Redevelopment or rehabililation of real estate Improvements (IC 6-1,1-12.1-4)

Residentially distressed area (IC 6-1,1-12,1-4.1)

20 17 PAY 20 18

FORM SB-1 / Real Property

PRIVACY NOTICE

Any Information concerning the cost of the property and specific salaries paid to individual employees by the property owner is confidential per IC 8-1.1-12.1-5.1.

INSTRUCTIONS:

- 1. This statement must be submitted to the body designating the Economic Revitalization Area prior to the public hearing if the designating body requires information from the applicant in making its decision about whether to designate an Economic Revitalization Area. Otherwise, linis statement must be submitted to the designating body BEFORE the redevelopment or rehabilitation of real property for which the person wishes to claim a deduction.
- The statement of benefits form must be submitted to the designaling boy and the area designated an economic revitalization area before the initiation of the redevelopment or rehabilitation for which the person desires to claim a deduction.
 To obtain a deduction, a Form 322/RE must be filed with the County Auditor before May 10 in the year in which the addition to assessed valuation is made or not later than thirty (30) days after the assessment notice is mailed to the property owner if it was malfed after April 10. A property owner who
- failed to file a deduction application within the prescribed deadline may file an application between March 1 and May 10 of a subsequent year.

 4. A property owner who files for the deduction must provide the County Auditor and designating body with a Form CF-1/Real Property. The Form CF-1/Real Property should be attached to the Form 322/RE when the deduction is first claimed and then updated annually for each year the deduction is applicable. IC 6-1.1-12.1-5.1(b)
- 5. For a Form SB-1/Real Property that is approved after June 30, 2013, the designating body is required to establish an abelement schedule for each deduction allowed. For a Form SB-1/Real Property that is approved prior to July 1, 2013, the abetement schedule approved by the designating body remains in effect. IC 5.1.1.13.1.17.

SECTION 1	. 10 0-1.1-12.1-17	TAXPAYER	INFORMAT	ION		Will Park	in the second second
Name of taxpayer	NAME OF TAXABLE PARTY OF TAXABLE PARTY.	1 1 2 27 -	MATERIAL PROPERTY AND ADDRESS OF THE PARTY AND				
	uilding owner) / Rego-f		related	lessee)	1 1	123	
	number and street, city, state, and ZIF Road - Indianapolis, IN						1 P
Name of contact perso			Telephone n		121 1	E-mail add	Iresa. **
Mitch Katz, C	FO		(317)	828-2155		katzcf	o@yahoo.com
SECTION 2		OCATION AND DESCRIP	TION OF PR	OPOSED PRO	JECT		
Name of designating be			394	TE - F-1		Resolution	number
Whitestown T				3 - 1 1			
Location of property	Secretary of the second of the second of		County	3		DLGF tax	ng district number
27.10	. Whitestown, IN (Parcel 06-0	The same of the sa				06-019	
Taxpayer anticipate	perly improvements, redevelopment, es constructing approximately 10	parties are a second to the second section		0.2(5.5) • • •		Augus	
headquarters.						Febru	completion date (month, day, ary 2017
SECTION 3	ESTIMATE OF	EMPLOYEES AND SALA	RIES AS RI	ESULT OF PRO	POSED PRO	JECT	
Current number	Solaries	Number retained 1	Salaries	1397	Number add	litional	Selaries
19.00	\$1,300,000.00	19.00		0,000.00	3.00		\$120,000.00
SECTION 4	↓ EST	IMATED TOTAL COST AN	ND VALUE O	F PROPOSED	PROJECT		
				REA	L ESTATE	MPROVE	AENTS
				COST		- work	ASSESSED VALUE
Current values			- 1		0,00		
	alues of proposed project	-,			2,000,000.00		
	y property being replaced						4
	ues upon completion of project		(- TO - TO -		2,000,000.00	egit evening into	and delegating to the
SECTION 5	WASTE	CONVERTED AND OTHE	MEI STEIN STEIN	FIREMISEDIE	JEUGLESUAXI	AYER	是
Estimated solid w	raste converted (pounds)		Estimate	d hazardous wa	aste converte	d (pounds	3)
Other benefits	****						
SECTION 6		TAXPAYER C	ERTHE (C/ATH	ON	Mary Mary		5分元的增加的
I hereby certiff	that the representations in th	The second secon	E-(ORG) K-PRODES				
Signature authorized	A					Dale sione	d (month, day, year)
14 WOL			The state of the s			3/29/2016	
Printed name of authori	ized representative			Title		UILUIL	
Andreas Webe				President			
	7010						



FOR USE OF THE	DESIGNATING BODY	TO THE PROPERTY OF THE PARTY OF						
We find that the applicant meets the general standards in the resolution ad under IC 6-1.1-12.1, provides for the following limitations:	opled or to be adopted by this body. Sale	resolution, passed or to be passed						
A. The designated area has been limited to a period of time not to excee expires is	The designated area has been limited to a period of time not to exceed calendar years* (see below). The date this designation expires is							
B. The type of deduction that is allowed in the designated area is limite Redevelopment or rehabilitation of real estate improvements Residentially distressed areas	d lo: Yes No Yes No							
C. The amount of the deduction applicable is limited to \$	C. The amount of the deduction applicable is limited to \$							
D. Other limitations or conditions (specify)	=	100						
E. Number of years allowed: Year 1 Year 2 Year 6 Year 7	☐ Year 3 ☐ Year 4 ☐ Year 9	Year 5 (* see below) Year 10						
F. For a statement of benefits approved after June 30, 2013, did this de Yes No If yes, attach a copy of the abatement schedule to this form. If no, the designating body is required to establish an abatement sch We have also reviewed the information contained in the statement of benef determined that the totality of benefits is sufficient to justify the deduction de	nedule before the deduction can be determ	nined.						
Approved (signature and title of authorized member of designating body)	Telephone number	Date signed (month, day, year)						
Printed name of authorized member of designating body	() Name of designating body							
	, , , , , , , , , , , , , , , , , , , ,							
Attested by (signature and little of attester)	Printed name of attester							
* If the designating body limits the time period during which an area is an entaxpayer is entitled to receive a deduction to a number of years that is less	conomic revitalization area, that limitation than the number of years designated und	does not limit the length of time a er IC 6-1.1-12.1-17.						
A. For residentially distressed areas where the Form SB-1/Real Proper 6-1.1-12.1-4.1 remain in effect. The deduction period may not excee 2013, the designating body is required to establish an abatement sci (10) years. (See IC 6-1.1-12.1-17 below.) B. For the redevelopment or rehabilitation of real property where the Foschedule approved by the designating body remains in effect. For a body is required to establish an abatement schedule for each deduction.	d five (5) years. For a Form SB-1/Real P hedule for each deduction allowed. The co orm SB-1/Real Property was approved pri Form SB-1/Real Property that is approved	roperty that is approved after June 30, feduction period may not exceed ten or to July 1, 2013, the abatement d after June 30, 2013, the designating						
IC 6-1.1-12.1-17 Abatement schedules Sec. 17. (a) A designating body may provide to a business that is established section 4 or 4.5 of this chapter an abatement schedule based on the following of the taxpayer's investment in recommendation of the taxpayer's investment in recommendation of the taxpayer's investment in the commendation of the taxpayer's investment (a) The average wage of the new employees compared (b) This subsection applies to a statement of benefits approved a for each deduction allowed under this chapter. An abatement the deduction. An abatement schedule may not exceed ten (for each deduction. An abatement schedule may not exceed ten (for each deduction. An abatement schedule may not exceed ten (for each deduction. An abatement schedule may not exceed ten (for each deduction.)	ing factors: al and personal properly. d. d to the slate minimum wage, nvestment. fler June 30, 2013, A designating body st schedule must specify the percentage an	nall establish an abatement schedule						



TOWN OF WHITESTOWN MEMORANDUM OF UNDERSTANDING FOR TAX ABATEMENT

This Memorandum of Understanding for Tax Abatement ("Memorandum") is dated as of the 29th day of March , 2016, and serves as the confirmation of the commitment by the TOWN OF WHITESTOWN, INDIANA ("Whitestown"), in exchange for the fees paid hereunder by Rego-Fix Tool Corporation & ("Applicant") SAP Corp.

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.



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.

<u>Section 5. Payment of Application Fee</u>. 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.



APPLICANT	
Signed: //////////	
Printed: Andreas Weber	
Its: President	
Address: 7752 Moller Road - Indianapolis, IN 4620	36
TOWN OF WHITESTOWN	
Eric Miller, Town Council President	



Exhibit A

Tax Abatement Application

COMPLIANCE WITH STATEMENT OF BENEFITS **REAL ESTATE IMPROVEMENTS**

State Form 51766 (R3 / 2-13) Prescribed by the Department of Local Government Finance 20 23 PAY 20 24

FORM CF-1 / Real Property

PRIVACY NOTICE

The cost and any specific individual's salary information is confidential; the balance of the filing is public record per IC 6-1,1-12,1-5,1 (c) and (d).

INSTRUCTIONS:

- 1. This form does not apply to property located in a residentially distressed area or any deduction for which the Statement of Benefits was approved before July 1, 1991.
- Property owners must file this form with the county auditor and the designating body for their review regarding the compliance of the project with the Statement of Benefits (Form SB-1/Real Property).

 This form must accompany the initial deduction application (Form 322/RE) that is filed with the county auditor.
- This form must also be updated each year in which the deduction is applicable. It is filed with the county auditor and the designating body before May 15, or by the due date of the real property owner's personal property return that is filed in the township where the property is located. (IC 6-1.1-12.1-5.1(b))
- 5. With the approval of the designating body, compliance information for multiple projects may be consolidated on one (1) compliance form (Form CF-1/Real Property).

SECTION 1	TAXPAYER INFO	ORMATION					
Name of taxpayer				County			
Valenti-Held Contractor/Developer, Inc formerly JRV Investment Group, LLC					Boone		
Address of taxpayer (number and street, city, state, and ZIP code) DLGF taxing district number							
3961 Perry Blvd Whitestown, IN 466	075			020 Perry/Whitestown			
Name of contact person							
Michael Janson				(317) 7	69-2911		
SECTION 2	LOCATION AND DESCRIP		Υ				
Name of designating body		Resolution number					
Whitestown Redevelopment Comm	ission	20114-	04				
Location of property	275			1 1 2 2 2			
3961 Perry Blvd Whitestown, IN 460	J/5						
Description of real property improvements Approx 10,052 sq ft 2 story office building and 8,0	000 sq ft attached shop facility			li i			
Approx 10,002 od 10 2 otory office sending and ope	oo oq it attasiioo oiiop issiiii,						
		0.41.4.0150		0.	2/13/2013		
SECTION 3	EMPLOYEES AND	SALARIES	10 5051114	TED ON OD 4	AOTHAL		
The second secon	S AND SALARIES			DLGF taxing district number			
Current number of employees				07	31		
Salaries				57	57		
Number of employees retained Salaries				,,			
Number of additional employees				21	34		
Salaries							
SECTION 4 COST AND VALUES					Hardward and species ()		
COST AND VALUES		REAL ESTATE	IMPROVEMI	ENTS			
AS ESTIMATED ON SB-1	COST			ASSESSE	D VALUE		
Values before project	136,000.00		0		147,500.00		
Plus: Values of proposed project	1,237,855.00		0	1,090,683,2			
Less: Values of any property being replaced							
Net values upon completion of project	1,373,855.		0	1,238,183,22			
ACTUAL	COST			ASSESSED VALUE			
Values before project							
Plus: Values of proposed project					1,738,400,00		
Less: Values of any property being replaced							
Net values upon completion of project							
	NVERTED AND OTHER BENE	FITS PROMISED BY					
	AND OTHER BENEFITS		AS ESTIMA	TED ON SB-1	ACTUAL		
Amount of solid waste converted							
Amount of hazardous waste converted							
Other benefits:	TAXPAYER CER	TIFICATION					
SECTION 6	reby certify that the representat		t are true				
Signature of Managized representative	Title	73/1/2017	t are true.	Date signed (r	nonth, day, year)		
Me hal Mario		CFO			lay 3, 2023		
1/U V VVV X / V VVV							

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1) THAT WAS APPROVED AFTER JUNE 30, 1991

INSTRUCTIONS: (IC 6-1.1-12.1-5.1 and IC 6-1.1-12.1-5.9)

- Not later than forty-five (45) days after receipt of this form, the designating body <u>may</u> determine whether or not the property owner has substantially complied with the Statement of Benefits (Form SB-1/Real Property).
- 2. If the property owner is found NOT to be in substantial compliance, the designating body shall send the property owner written notice. The notice must include the reasons for the determination and the date, time and place of a hearing to be conducted by the designating body. The date of this hearing may not be more than thirty (30) days after the date this notice is mailed. A copy of the notice may be sent to the county auditor and the county assessor.
- 3. Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made reasonable efforts to substantially comply with the Statement of Benefits (Form SB-1/Real Property) and whether any failure to substantially comply was caused by factors beyond the control of the property owner.
- 4. If the designating body determines that the property owner has **NOT** made reasonable efforts to comply, then the designating body shall adopt a resolution terminating the property owner's deduction. If the designating body adopts such a resolution, the deduction does not apply to the next installment of property taxes owed by the property owner or to any subsequent installment of property taxes. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.

, , , , , , , , , , , , , , , , , , ,						
We have reviewed the CF-1 and find that:						
the property owner IS in substantial compliance						
the property owner IS NOT in substantial compliance						
other (specify)						
Reasons for the determination (attach additional sheets if necessary)						
Signature of authorized member			Date signed (month, day, year)			
ttested by: Designating body						
If the property owner is found not to be in substantial complian time has been set aside for the purpose of considering complian	ce, the property ow ance. (Hearing mus	ner shall receive the opportunity fo st be held within thirty (30) days of t	r a hearing. The following date and the date of mailing of this notice.)			
Time of hearing	Time of hearing AM Date of hearing (month, day, year) Location of hearing					
HEARING RES	SULTS (to be comp	leted after the hearing)				
Approved		Denied (see instruction 4 above)				
Reasons for the determination (attach additional sheets if necessary)						
			D. Lander and Country days seem			
Signature of authorized member			Date signed (month, day, year)			
Attested by:	Desi	gnating body				
APPE	AL RIGHTS [IC 6-1	1.1-12.1-5.9(e)]				
A property owner whose deduction is denied by the designation	ng body may appeal	I the designating body's decision by	y filing a complaint in the office of the			



COMPLIANCE WITH STATEMENT OF BENEFITS PERSONAL PROPERTY

PRIVACY NOTICE This form contains confidential information pursuant to IC 6-1.1-35-9 and IC 6-1.1-12.1-5.6.

FORM CF-1/PP 20 23 Pay 20

State Form 51765 (R7 / 12-22)

Prescribed by the Department of Local Government Finance

- Properly owners whose Statement of Benefits was approved must file this form with the local designating body to show the extent to which
 there has been compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)
 This form must be filed with the Form 103-ERA Schedule of Deduction from Assessed Value between January 1 and May 15, unless a filing
 extension under IC 6-1.1-3.7 has been granted. A person who obtains a filing extension must file between January 1 and the extended due date
 of one work. of each year.

 3. With the appr

3. With the approval of	the designating	pody, complian	nce info	rmation	for multiple pro	jects may be c	onsolidated on	one (1) compl	ance form (CF-	
SECTION 1 1 Section 1		TAXPA	YERIN	FORW	ATION					
Walter Payton Power Equipment LLC				County Boone				***		
Address of Taxpayer (number and street, city, state, and ZIP code) 3847 Heritage Drive, Lebanon, IN 46052				C			DLGF Tax	DLGF Taxing District Number 06020		
Name of Contact Person Eden Vargas				Telephone Number (708) 596-5200			Email Add eva	ress irgas@mji	nc.com	
SECTION 2	LO	CATION AND	D=30	3]:41(0)	VOF PROPER	TY				
NWTHESTOWN Frown Council &	Whitesto	wn			ion Number		Estimated	State Date (mo	nth, day, year)	
Redevelopment Location of Property				2017-12 & 2017-28				11/01/2017 Actual Start Date (month, day, year)		
3847 Heritage Drive, Lebanor	An action assessment						11/01	/2017	18.7.50 S	
Description of new manufacturing equipment, ner new logistical distribution equipment to be acquire	v research and o	development equ	ipment,	new info	rmation technolo	gy equipment,	or Estimated 0	Completion Date 0/2018	(month, day, year)	
							Actual Con	npletion Date (n	nonth, day, year)	
SECTION 3		EMPLOY	IE VI	ND SAL	ARIES					
EMPLOYEES AND	SALARIES				- 22 - 22 - 2	ATED ON SB-	1	ACT	UAL	
Current Number of Employees	The same of the sa				6			7		
Salaries					309,920)		811,754		
Number of Employees Retained					6		والمستناب المستناب	6		
Salaries				309.920				799,859		
Number of Additional Employees					6			1		
Salaries			riconsumption at the	CISSION WALLES	289,12			11,89	5	
SECTION 4		THE RESERVE THE PERSON NAMED IN COLUMN TWO	AND	VALU	is .					
		ACTURING PMENT	DEVE		ARCH & NT EQUIPMENT		DISTRIBUTION IPMENT			
AS ESTIMATED ON SB-1	COST	ASSESSED VALUE	C	OST	ASSESSED VALUE	cost	ASSESSED VALUE	COST	ASSESSED VALUE	
Values Before Project	\$	\$	\$		\$	\$	\$	S	\$	
Plus: Values of Proposed Project	\$	\$ 175,500	\$		\$	\$	\$	\$	\$	
Less: Values of Any Property Being Replaced	\$	\$	\$		\$	\$	\$	\$	\$	
Net Values Upon Completion of Project	\$	\$175,500	\$		\$	s	\$	\$	\$	
ACTUAL	COST	ASSESSED VALUE	co	OST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	
Values Before Project	\$	\$	\$		\$	\$	\$	s	\$	
Plus: Values of Proposed Project	\$ 188,792	\$ 105,724	\$		\$	\$	\$	\$	\$	
Less: Values of Any Property Being Replaced	\$	\$	\$		\$	\$	\$	\$	\$	
Net Values Upon Completion of Project		\$ 105,724	S		\$	\$	\$	ŝ	\$	
NOTE: The COST of the property is confident	al pursuant to I	C 6-1.1-12.1-5.	6(c).							
SECTION 5 WAST	E CONVERTE	D AND OTHE	RBEN	EFITS	PROMISED B	Y THE TAXP	AYER			
WASTE CONVERTE	D AND OTHE	R BENEFITS			AS	ESTIMATED	ON SB-1	ACT	UAL	
Amount of Solid Waste Converted										
Amount of Hazardous Waste Converted					*****			Total Control of the		
ther Benefits:					02 === 8 100 81 880			Transferred to the state of the		
SECTION:6		TAXPAY	ero=	RUE	ATION				e kje na kjenie i s	
I hereby certify that the representations in	this statemen									
ignature of Authorized Representative		OME I SHEET		itte Manag	er er		D	ate Signed (mo	nth, day, year)	
Widinger					4/28/23					

OPTIONAL: FOR USE BY A DESIGNATING BODY WHO ELECTS TO REVIEW THE COMPLIANCE WITH STATEMENT OF BENEFITS (FORM CF-1)

INSTRUCTIONS: (IC 6-1.1-12.1-5.9)

- Within forty-five (45) days after receipt of this form, the designating body may determine whether or not the property owner has substantially complied with the Statement of Benefits.
- If the property owner is found NOT to be in substantial compliance, the designating body shall send the property owner written notice. The notice must
 include the reasons for the determination, including the date, time, and place of a hearing to be conducted by the designating body. If a notice is mailed to a
 property owner, a copy of the written notice will be sent to the county assessor and the county auditor.
- Based on the information presented at the hearing, the designating body shall determine whether or not the property owner has made a reasonable effort to substantially comply with the Statement of Benefits and whether any failure to substantially comply was caused by factors beyond the control of the property owner.
- If the designating body determines that the property owner has NOT made a reasonable effort to comply, the designating body shall adopt a resolution terminating the deduction. The designating body shall immediately mail a certified copy of the resolution to: (1) the property owner; (2) the county auditor; and (3) the county assessor.

The property owner IS in substantial compliance							
The property owner IS NOT in substantial compliance							
(attach additional sheets if necessary)							
er		Date Signed (month, day, year)					
1	Designating Body						
	Designating Body						
nd not to be in substantial compliand	e, the property owner shall receive the opp	ortunity for a hearing. The following date and					
□ PM							
HEARING RES	SULTS (to be complained after the heaving						
☐ Approved		Denied (see Instruction 5 above)					
(attach additional sheets if necessary)							
f		Date Signed (month, day, year)					
end out the second size and second	Designating Body						
	AL RIGHTS [IC 6-1.1-12.1-5.9(e)]						
	IS NOT in substantial compliance (attach additional sheets if necessary) and not to be in substantial compliance the purpose of considering compliance AM Date of Hearing PM HEARING RES Approved (attach additional sheets if necessary)	Cattach additional sheets if necessary					