

NYCIDA PROJECT COST/BENEFIT ANALYSIS

December 5, 2013

APPLICANT

One Hudson Yards Owner LLC
60 Columbus Circle
New York, NY 10023

PROJECT LOCATION

380 Eleventh Avenue a/k/a 553 West 33rd
New York, NY 10001

A. Project Description:

One Hudson Yards Owner LLC (the "Company") is the developer of a commercial development to be located at 380 Eleventh Avenue a/k/a 553 West 33rd Street. The Company will construct an approximately 1,200,000 gross square foot, LEED certified, Class-A office building (the "Project"). The Project will be built above and around infrastructure which has already been constructed by the MTA as part of the 7 Line Subway extension. The proposed Project will be the third development Hudson Yards Commercial Construction Project ("CCP") within the "Hudson Yards UTEP Area" as defined in the Agency's Uniform Tax Exemption Policy (the "UTEP").

The financial assistance that is provided by the UTEP consists of: real property tax exemption, the recipient of which shall pay a payment in lieu of taxes ("PILOT") determined by the PILOT calculation tables provided in the UTEP; and mortgage recording tax exemption for the mortgages securing construction and permanent financing for a CCP, the recipient of which shall be required to make payment in lieu of mortgage recording tax ("PILOMRT") in an amount equal to 100% of the mortgage recording taxes that would otherwise be due. In 2006, City Council approved the redirection of PILOT and PILOMRT to the Hudson Yards Infrastructure Corporation in order to repay the bonds that were issued to fund infrastructure and public space improvements at the site, and therefore these funds are considered a benefit to the city.

Total Project costs are estimated to be \$1.2 billion, including acquisition, new construction, and soft costs, and the Project will be funded with approximately \$750 million of commercial loans and \$496 million in company and affiliate equity.

The Agency conducted an analysis based on information supplied from the Company and estimates that during construction, the Project will generate approximately 800 additional net new construction jobs to the city economy, and approximately 1,600 net new tenant jobs as a result of operations to the city economy. It is anticipated that there will be 3,400 direct construction jobs as a result of the Project and at full occupancy, it is estimated that over 3,585 people will be employed at the Project in office, retail and building services.

| | |
|--|---------------------|
| B. Costs to City (New York City taxes to be exempted) (estimated NPV 25 years @ 6.25%): | |
| Real Property Taxes (PILOT Benefit ¹) | \$76,528,260 |
| Total Cost to NYC | \$76,528,260 |

| | |
|--|----------------------|
| C. Benefit to City (Estimated NYC direct and indirect taxes to be generated by Company) (estimated NPV 25 years @ 6.25%): | |
| Impact of Land Sale | \$102,588,235 |
| Impact of Construction Activity | 6,307,552 |
| Impact of Ongoing Operations | 487,334,229 |
| Payment in Lieu of Mortgage Recording Tax (PILOMRT) | 5,103,575 |
| Total Tax Revenue Gross of IDA Benefits | \$601,333,591 |

¹ The cost to the city of the PILOT Benefit represents foregone property tax revenues. This is the difference between the full real property tax liability in the absence of PILOT benefits and the estimated PILOT. PILOT is estimated based on the PILOT Calculation Tables as described for Hudson Yards UTEP Area.

The General Application captures specific and general information about Applicant and the Project. This section begins with a survey of general information, followed by a section that describes Applicant's Interest or relationship to the project site. This helps establish eligibility and which Financial Assistance will be applied to the project.

Name: One Hudson Yards Owner LLC
Address: 60 Columbus Circle, New York, NY 10023
Phone Number(s): [REDACTED]
Fax Number(s): [REDACTED]
E-mail Address: [REDACTED]
Website Address: http://hudsonyardsnewyork.com
Applicant EIN Number: [REDACTED]
NAICS Code: 531390

Date of Application: October 23, 2013

1. Officer of Applicant serving as contact person:

Name: Jay Cross Firm: The Related Companies, L.P.
Phone #: [REDACTED] Fax#: [REDACTED]
E-mail Address: [REDACTED] Address: 60 Columbus Circle, 19th Floor, NY, NY 10023

2. Attorney of Applicant:

Name: Tal Golomb Firm: Fried, Frank, Harris, Shriver + Jacobson LLP
Phone #: [REDACTED] Fax#: [REDACTED]
E-mail Address: [REDACTED] Address: [REDACTED]

3. Accountant of Applicant:

Name: Tal Reichman Firm: KPMG
Phone #: [REDACTED] Address: [REDACTED]
E-mail Address: [REDACTED] Address: [REDACTED]

4. Other Advisor/Consultant to Applicant (if applicable):

Name: N/A Firm: _____

Phone #: _____ Fax#: _____

E-mail Address: _____ Address: _____

5. Applicant is (check one of the following, as applicable):

General Partnership Limited Partnership Corporation
X Limited Liability Company Other (specify):

6. Are any securities of Applicant publicly traded?

Yes No X

7. Applicant's state of incorporation or formation: Delaware

8. Applicant's date of incorporation or formation: 05/13/2013

9. State(s) in which Applicant is qualified to do business: Delaware

10. Please provide a brief description of Applicant and nature of its business:
See Schedule GA-1

11. Please check all that apply: (**Please note:** An "Affiliate" means any individual, corporation, partnership, joint venture, sole proprietorship, limited liability company, trust or other entity that controls, is controlled by or is under common control with the Applicant or the "SPE" (defined herein below)).

Applicant or an Affiliate is the fee simple owner of the Premises.

Applicant or an Affiliate is the ground lessee of the Premises. Describe basic lease terms:

Applicant or an Affiliate is not currently, but expects to be, the fee simple owner or lessee of the Premises. Describe status of sale or lease negotiations:

None of the above categories fully describe Applicant and its relation to the Premises, which may be more accurately described as follows (please provide copies of supporting documentation, as applicable):

12. If a special-purpose entity ("SPE") that is owned and controlled by Applicant will own or otherwise control the Premises, the SPE will be a (check one of the following as applicable):

General Partnership Limited Partnership Corporation
Limited Liability Company Other (specify):

Name of SPE: _____

State of Formation: _____

Address: _____

Phone Number(s): _____

Contact Person: _____

Title of Contract Person: _____

Affiliation of SPE to Applicant: _____

Owners of SPE and each respective ownership share: _____

SPE EIN Number: _____

Please note: If information required above for the SPE is unknown at time of the Application submission, then please submit any missing information to NYCIDA as soon as it becomes available.

13. Please complete the following items with respect to the HYCCP:

Street address and zip code: 380 11th Avenue (a/k/a 553 West 33rd Street), New York, NY 10001

Block(s): 705

Lot(s): 1

Zoning: Special Hudson Yards District – Sub-Area A2

Square footage of land: _____

Gross Square footage of the proposed HYCCP building: Approximately 1,200,000

Number of floors of the proposed HYCCP building: Approximately 48

Intended use(s) (e.g., office, retail, etc.): Office and retail

Proposed Leadership in Energy and Environmental Design (LEED) Green Building Rating of HYCCP (Describe): Applicant is actively pursuing LEED Gold status

Please provide documentation evidencing Applicant's ownership of or leasehold interest in the Premises. If Applicant does not own or lease the Premises at the time of Application, please provide copies of all agreements evidencing Applicant's right to purchase or lease the Premises. See Schedule GA-2

14. Please provide the following Project information:

a. Please provide a brief description of the proposed Project:

The proposed Project will consist of approximately 1.2 million gsf, LEED certified, class-A office space.

b. When does Applicant expect Closing to occur?

June 2014

c. Indicate the estimated date for commencement of the Project: June 2014

d. Indicate the estimated date for completion of the Project: April 2017

e. Will the Project require Uniform Land Use Review Procedure ("ULURP") approval?

Yes No X

f. Will the Project require any other special permit or approval?

Yes No x

If Yes, please explain:

g. Is any governmental entity intended or proposed to be an occupant at the Project site?

Yes No x

If Yes, please provide details:

h. Will the Project require a tax lot apportionment or subdivision? (Tax lot apportionment will be required for real estate tax Financial Assistance to commence.)

Yes No x

If Yes, please provide details and timing:

15. Please provide the following information with respect to all present and proposed tenants and sub-tenants at the proposed project site. Please provide tenant commitment letters, if available. Provide information on an additional sheet if more space is needed.

| Company Name | Phone | Affiliation with Applicant | SF & Floors (Percent Occupancy) | Lease Expiration | Tenant Business |
|--------------|-------|----------------------------|---------------------------------|------------------|-----------------|
|--------------|-------|----------------------------|---------------------------------|------------------|-----------------|

16. Please complete the following summary of Project sources and uses:

| Use of Funds | Source of Funds |
|------------------------------|------------------------------|
| Land acquisition: | Loan (1): |
| Building acquisition: | Loan (2): |
| New construction: | Affiliate loans: |
| Soft costs (define): | Company funds: |
| Debt Services Reserve Funds: | Other equity (explain): |
| Capitalized interest: | Other(explain): |
| Other (explain): | |
| See Schedule GA-3 | |
| Total Project Uses | Total Project Sources |

Please provide a detailed explanation of the costs and financing for the HYCCP. Provide, to the extent available, copies of financing commitment letters and other documentation evidencing funding or financing for the Project.

17. Please answer the following questions and, if necessary, include additional information as an attachment. **(Please note:** "Principal" means the following with respect to Applicant and/or the SPE: all persons (entities or individuals) that control Applicant and/or the SPE, and/or own more than 10 percent of either; all executive officers; all directors; and all members and general partners for, respectively, limited liability companies and partnerships).

- a. Has Applicant, or any Affiliate or Principal, ever received or is any such person or entity currently receiving, financial assistance or any other kind of discretionary benefit from any local, state or federal governmental entity or agency, or any public authority or public benefit corporation, or any local development corporation? (Please note: local, state and federal governmental entities or agencies, public authorities or public benefit corporation, and local development corporation, shall be referred to as "Public Entit(y)(ies)").

Yes No If Yes, please provide details on an attached sheet.
See Schedule GA-4

- b. Has Applicant, or any Affiliate or Principal, or any existing or proposed occupant at the Project site, obtained, or is any such person or entity in the process of obtaining, or contemplating obtaining, other assistance from NYCIDA?

Yes No If Yes, please provide details on an attached sheet.
See Schedule GA-4

- c. Has Applicant, or any Affiliate or Principal, ever defaulted on a loan or other obligation to a Public Entity?

Yes No If Yes, please provide details on an attached sheet.

- d. Has real property in which Applicant, or Affiliate or Principal, holds or has ever held an ownership interest and/or controlling interest of 25 percent or more, now or ever been (i) the subject of foreclosure (including a deed in lieu of foreclosure), or (ii) in arrears with respect to any type of tax, assessment or other imposition?

Yes No If Yes, please provide details on an attached sheet.
See Schedule GA-4

- e. Does Applicant, or any Affiliate or Principal, have any contingent liabilities not already covered above (e.g., judgment liens, lis pendens, other liens, etc.)? Please include mortgage loans and other loans taken in the ordinary course of business only if in default.

Yes No If Yes, please provide details on an attached sheet.
See Schedule GA-4

- f. Has Applicant, or any Affiliate or Principal, failed to file any required tax returns as and when required with appropriate governmental authorities?

Yes No If Yes, please provide details on an attached sheet.

18. Please answer the following questions relating to Applicant (if the space below is insufficient, please provide complete information on an attached sheet):

a. List major customers:

| Company Name | Address | Contact | Phone | Percent of Revenues |
|--------------|---------|---------|-------|---------------------|
|--------------|---------|---------|-------|---------------------|

N/A

b. List major suppliers:

| Company Name | Address | Contact | Phone |
|--------------|---------|---------|-------|
|--------------|---------|---------|-------|

N/A

c. List unions (if applicable)

| Company Name | Address | Contact | Phone | Contact Expiration |
|--------------|---------|---------|-------|--------------------|
|--------------|---------|---------|-------|--------------------|

N/A

d. List banks:

| Company Name | Address | Contact | Phone | Type of Account |
|--------------|---------|---------|-------|-----------------|
|--------------|---------|---------|-------|-----------------|

| | | | | |
|------|--|------------|------------|------------|
| HSBC | 452 Fifth Avenue New York, NY 10018 | [REDACTED] | [REDACTED] | [REDACTED] |
|------|--|------------|------------|------------|

19. List all buildings in New York City currently owned or leased by Applicant or its Affiliates. Please include the street address, Borough, tax block and lot and approximate gross square footage of land and building of each such building.

| Address | Borough | Tax Block and Lot | Gross Square Footage Land/Building |
|---------|---------|-------------------|------------------------------------|
|---------|---------|-------------------|------------------------------------|

See Attachment, Schedules GA-5(a) through GA-5(d)

I, the undersigned officer/member/partner of Applicant, hereby request, represent, certify, understand, acknowledge and agree as follows:

I request that the Application attached hereto, together with all materials and data submitted in support of the Application (collectively, these "Application Materials"), be submitted for initial review to NYCIDA, whether the Application is complete and satisfactory. Upon a staff determination that complete and satisfactory Application Materials have been submitted, Applicant's project may be presented to the Board of NYCIDA for an expression of interest in providing for financial assistance for the proposed project. I understand that the submission of the Application does not entitle Applicant to financial assistance and that any such financial assistance will only be provided in the sole discretion of NYCIDA. Any expression of interest by NYCIDA to provide financial assistance shall be non-binding.

I represent that I have the authority to sign these Application Materials on behalf of, and to bind, Applicant.

I certify to the best of my knowledge and belief that all of the information provided in these Application Materials is accurate, true and correct. I understand that an intentional misstatement of fact, or, whether intentional or not, a material misstatement of fact, or the providing of materially misleading information, or the omission of a material fact, may cause the Board of NYCIDA to reject the request made in the Application Materials.

I understand the following: that Applicant and Principals will be subject to a background check and actual or proposed subtenants may be subject to a background check; that NYCIDA may be required under SEQR to make a determination as to the Project's environmental impact and that in the event the governmental agency does determine that the Project will have an environmental impact, Applicant will be required to prepare, at its own expense, and environmental impact statement; that the decision of the governmental agency to approve or to reject the request made in the Application Materials is a discretionary decision; that under the New York State Freedom of Information Law ("FOIL"), the governmental agency may be required to disclose the Application Materials and the information contained therein (see Disclosure Policy and Procedure); and that Applicant shall be entirely responsible and liable for the fees referred to in these Application Materials.

I further understand and agree as follows:

That in the event that the Application Materials are not submitted to the appropriate governmental agency for any reason including negative results obtained through the background check, and/or, with respect to Application Materials that are submitted to the appropriate governmental agency, in the event the governmental agency rejects same, then, under either of said circumstances, Applicant shall have no recourse against NYCIDA or any of its directors, officers, employees or agents, for the Application Fee, or for other expenses incurred by Applicant or other parties on behalf thereof, or for damages or specific performance; and that the Application Fee is under all circumstances (including but not limited to the ones just described and the ones described in the next succeeding paragraph) non-refundable; and

That if NYCIDA adopts a resolution with respect to the request made in the Application Materials, such adoption shall not be deemed a guaranty that the governmental agency will then provide the financial assistance requested; and

That Applicant shall indemnify NYCIDA for fees and disbursements incurred by its outside counsel and that its outside counsel shall be a third-party beneficiary of this indemnity to NYCIDA regardless of whether a Closing occurs and if no Closing occurs, regardless of the reason thereafter and regardless of whether a Closing was within or without the control of NYCIDA; and

That in the event NYCIDA discloses the Application Materials in response to a request made pursuant to FOIL, Applicant hereby authorizes NYCIDA to make such disclosure and hereby releases NYCIDA from any claim or action that Applicant may have or might bring against NYCIDA, its directors, officers, agents, employees and attorneys, by reason of such disclosure; and that Applicant agrees to defend, indemnify and hold NYCIDA and its respective directors, officers, agents, employees and attorneys harmless (including without limitation for the

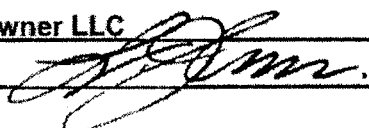
cost of reasonable attorneys fees) against claims arising out of such disclosure as such claims may be made by any party including Applicant, Affiliate, Owner or Principal, or by the officers, directors, employees and agents thereof.

I acknowledge and agree that the Public Participants reserve the right in their sole and absolute discretion to request additional information, waive any requirements set forth herein, and/or amend the form of the Application attached hereto, to the full extent permitted by applicable law.

Requested, Represented, Certified, Acknowledged, Understood and Agreed by Applicant,

Name of Applicant: One Hudson Yards Owner LLC

By (Signature):



Printed Name of Signer: L. Jay Cross

Title of Signer: President

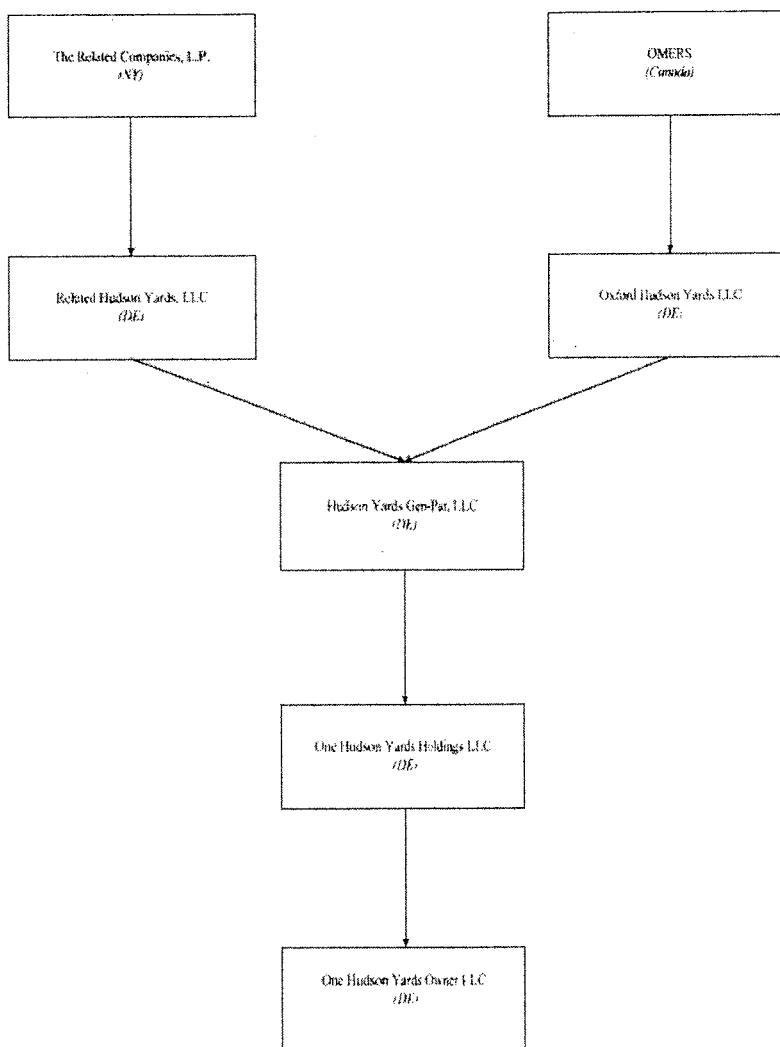
Date: 10/23/13

ONE HUDSON YARDS OWNER LLC

Attachment to General Application

One Hudson Yards Owner LLC (“Applicant”) is wholly-owned by One Hudson Yards Holdings LLC, which is wholly-owned by Hudson Yards Gen-Par, LLC. Related Hudson Yards, LLC is the Managing Member of Hudson Yards Gen-Par, LLC. Related Hudson Yards, LLC is wholly-owned by The Related Companies, L.P. (“Related”), its 100% member.

Please see structure chart below for further detail.



SCHEDULE GA-1

Question 10

The Project site is located at 380 11th Avenue a/k/a 553 West 33rd Street, New York, New York and designated as Block 705, Lot 1 as shown on the Tax Map of the City of New York, County of New York. The Project will consist of approximately 1.2 million gsf, LEED certified, class-A office space. The Project will be built above and around infrastructure which has already been constructed by the MTA as part of its new Number 7 subway line station.

The Applicant is comprised of a joint venture between The Related Companies, L.P. ("Related"), and Oxford Properties Group Inc. ("Oxford"). Related is the most prominent privately-owned real estate firm in the United States. Formed over 40 years ago, Related is a fully-integrated, highly diversified industry leader with experience in virtually every aspect of development, acquisitions, management, finance, marketing and sales. The Company's existing portfolio of real estate assets, valued at over \$15 billion, is made up of best-in-class mixed-use, residential, retail, office, trade show and affordable properties in premier high-barrier-to-entry markets.

Oxford is a global platform for real estate investment, development and management, with over 1,400 employees and approximately \$20 billion of real assets that it manages for itself and on behalf of its co-owners and investment partners. Established in 1960, Oxford was acquired by OMERS, one of Canada's largest pension funds, in 2001.

SCHEDULE GA-3

Question 16

Project Sources and Uses

ONE HUDSON YARDS OWNER LLC

| | Debt | Equity | Total Amount | Percent of Total Costs |
|--------------|----------------------|-----------------------|-------------------------|------------------------|
| Land Costs | 100,000,000 | 189,000,000 | 289,000,000 | 23% |
| Hard Costs | 563,000,000 | 77,000,000 | 640,000,000 | 51% |
| Soft Costs | 87,000,000 | 230,000,000 | 317,000,000 | 25% |
| TOTAL | \$750,000,000 | \$ 496,000,000 | \$ 1,246,000,000 | 100% |

SCHEDULE GA-4

Question 17 (a)

Affiliates of Applicant and/or Principals of such Affiliates have ownership positions in more than 6,500 units of affordable housing in New York. These assets have been and currently are the recipient of financial assistance from local, state, and/or federal governmental entities and agencies. The financial assistance programs include: Section 8, Section 236, Section 515, Low Income Housing Tax Credits, Historic Preservation Tax Credits, and other programs, including tax abatements through various PILOT programs.

Question 17 (b)

All other qualifying projects located on the Eastern Rail Yard.

Question 17 (d) and (e)

1. **Snowmass**

An affiliate of The Related Companies, L.P. ("TRCLP"), Base Village Owner LLC ("BVO")

2. **CityNorth**

Phoenix High Holdings LLC, a joint venture in which TRCLP indirectly holds an interest

3. **LR Development**

Arcade L.L.C., a 50/50 joint venture between an affiliate of TRCLP, LR Arcade L.L.C., and Global Hyatt Corporation

4. **Waltham**

TRCLP's partner in WCD Property LLC, Polaroid Corporation

5. **Borders Bankruptcy**

Related Grosse Pointe, L.L.C. and Related Birmingham, L.L.C.

Question 19

See Schedule GA-5(a) to 5(d)

SCHEDULE GA-5(a)

Properties Leased by Affiliates of Applicant:

Bronx Terminal Market

Assignment of Ground Lease from NYC Economic Development Agency to BTM Development Partners, LLC

Dated: 9/14/2006

Borough of The Bronx, NY

Block 2356

Lot(s) p/o 2, 20

Block 2357

Lot(s) p/o 1, 86

Block 2359

Lot(s) p/o 2, 32, 60

Tribeca Park

Lease between Battery Park City Authority, as Landlord, and BPC Associates, L.P., as Tenant

Dated: as of December 18, 1997

Borough of Manhattan, New York County, NY

Block 16

Lot(s) 200 Sites 20a and 20c, Battery Park City

Tribeca Green

Lease between Battery Park City Authority d/b/a Hugh L. Carey Battery Park City Authority, as Landlord, and BPC Green, L.L.C., as Tenant

Dated: as of December 18, 2003

Borough of Manhattan, New York County, NY

Parcel 19B, Battery Park City

Block 16

Lot(s) 195 (p/o 3)

Roosevelt Island – Buildings 3-6 (Mixed use development)

Lease between Roosevelt Island Operating Corporation and various affiliates of The Related Companies, L.P., as Tenants

| | | |
|-----------------------|-------------------------------|--------------|
| Riverwalk Place, LLC | Lease Dated: July 22, 2004 | (Building 3) |
| Riverwalk Landing LLC | Lease Dated: January 25, 2006 | (Building 4) |
| Riverwalk Court, LLC | Lease Dated: August 6, 2007 | (Building 5) |
| Riverwalk 6, LLC | Lease Dated: August 6, 2007 | (Building 6) |

Borough of Manhattan, New York County, NY

| | |
|--------|------|
| Block | 1373 |
| Lot(s) | 4-7 |

SCHEDULE GA-5(b)

Properties Purchased from NYC by Affiliates of Applicant:

The Sagamore

Sale from the City of New York acting through its Department of Housing Preservation and Development, as seller, to KBF Amsterdam Partners, L.P., as purchaser

Date of Transfer: December 24, 1996

Project Sold: April 28, 2011

Borough of Manhattan, County of New York, State of New York

Block 1220

Lots 1, 2, 3, 4, 64, p/o 61

Gateway Center, Brooklyn

Sale from the City of New York, as seller, to Gateway Center Properties, LLC, as purchaser

Date of Transfer: May 8, 2001

Borough of Brooklyn, Kings County, NY

Block 4452

Lot(s) p/o 450, p/o 500, 510, 540, 550, 560, p/o 570

Time Warner Center on Columbus Circle

Sale from Triborough Bridge and Tunnel Authority, as seller, to Columbus Centre, LLC, as purchaser

Date of Transfer: July 31, 2000

Borough of Manhattan, County of New York, State of New York

Block 1049

Lot 29

42nd and 10th

Sale from the City of New York, as seller, to TRM 42 Associates, L.L.C., as purchaser

Date of Transfer: November 17, 2004

Borough of Manhattan, County of New York, State of New York

Block 1051
Lots 1, 49, 50, 51, 53, 57

The Hub

Sale from NYC Economic Development Corporation to Related Retail Hub, LLC

Dated: February, 2006

Borough of The Bronx, Bronx County, NY

Block 2363
Lots 4, 16 and 24

Parc Place

RDO 225 Rector Place, LLC purchased the foreclosure bid from the first mortgagor, and upon foreclosure, acquired title to the property, subject to the Battery Park City Authority ground lease.

Date of Transfer: January 20, 2011

Borough of Manhattan, County of New York, State of New York

Block 16
Lot 3201-3506

Gateway Center Phase II, Brooklyn

Sale from the City of New York Department of Housing Preservation and Development, as seller, to Gateway Center Properties Phase II, LLC, as purchaser

Date of Transfer: February 13, 2013

Borough of Brooklyn, Kings County, NY

Block 4452 and 4586
Lot(s) p/o 170 and p/o 1

Hunters Point South, Queens, New York

Sale from the New York City Department of Housing Preservation and Development, as seller,
to Hunters Point South Housing Development Fund Corporation, as purchaser

Date of Transfer: February 14, 2013

Borough of Queens, Queens County, NY

Block 6
Lot(s) 6 and 80 (formerly p/o 1)

SCHEDULE GA-5(c)

Other than personal residences owned by principals, Related and its affiliates own/owned the following projects in NYC:

New York City Real Property

Project Name: Tribeca Tower, 105 Duane Street, New York, NY
Project Description: 440 unit, 52 story luxury rental building located in Tribeca
Block & Lot(s): 151 & 1
Purchase Date: October 1997

Project Name: The Monterey, 175 East 96th Street, New York, NY
Project Description: 522 unit, 29 story rental building located on the Upper East Side
Block & Lot(s): 1624 & 33
Purchase Date: Project Sold June 2013

Project Name: Battery Point, 300 Rector Place, New York, NY
Project Description: 154 unit, 9 story condominium project located in Battery Park City
Block & Lot(s): NA
Purchase Date: Project Sold

Project Name: Columbus Green, 101 West 87th Street, New York, NY
Project Description: 95 unit, 10 story luxury rental building located on the Upper West Side
Block & Lot(s): 1218 & 29
Purchase Date: Project Sold in 2005

Project Name: The Sagamore, 189 West 89th Street, New York, NY
Project Description: 265 unit, 18 story luxury rental building located on the Upper West Side
Block & Lot(s): 1220 & 1
Purchase Date: Project Sold in 2011. Related Management Company, L.P. remains as management agent.

Project Name: Carnegie Park, 200 East 94th Street, New York, NY
Project Description: 460 unit, 30 story luxury rental building located on the Upper East Side
Block & Lot(s): 1539 & 1; 1538 & 12, 10
Purchase Date: October 31, 1997

Project Name: French Apartments, 330 West 30th Street, New York, NY
Project Description: 175 unit rental building located on the West Side
Block & Lot(s): 753 & 56
Purchase Date: 1979

Roosevelt Island – Buildings 3-6 (Mixed use development)

Lease between Roosevelt Island Operating Corporation and various affiliates of The Related Companies, L.P., as Tenants

| | | |
|-----------------------|-------------------------------|--------------|
| Riverwalk Place, LLC | Lease Dated: July 22, 2004 | (Building 3) |
| Riverwalk Landing LLC | Lease Dated: January 25, 2006 | (Building 4) |
| Riverwalk Court, LLC | Lease Dated: August 6, 2007 | (Building 5) |
| Riverwalk 6, LLC | Lease Dated: August 6, 2007 | (Building 6) |

Borough of Manhattan, New York County, NY

| | |
|--------|------|
| Block | 1373 |
| Lot(s) | 4-7 |

SCHEDULE GA-5(b)

Properties Purchased from NYC by Affiliates of Applicant:

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Project Sold: April 28, 2011

Borough of Manhattan, County of New York, State of New York

Block 1220
Lots 1, 2, 3, 4, 64, p/o 61

Gateway Center, Brooklyn

Sale from the City of New York, as seller, to Gateway Center Properties, LLC, as purchaser

Date of Transfer: May 8, 2001

Borough of Brooklyn, Kings County, NY

Block 4452
Lot(s) p/o 450, p/o 500, 510, 540, 550, 560, p/o 570

Time Warner Center on Columbus Circle

Sale from Triborough Bridge and Tunnel Authority, as seller, to Columbus Centre, LLC, as purchaser

Date of Transfer: July 31, 2000

Borough of Manhattan, County of New York, State of New York

Block 1049
Lot 29

42nd and 10th

Sale from the City of New York, as seller, to TRM 42 Associates, L.L.C., as purchaser

Date of Transfer: November 17, 2004

Borough of Manhattan, County of New York, State of New York

Block 1051
Lots 1, 49, 50, 51, 53, 57

The Hub

Sale from NYC Economic Development Corporation to Related Retail Hub, LLC

Dated: February, 2006

Borough of The Bronx, Bronx County, NY

Block 2363
Lots 4, 16 and 24

Parc Place

RDO 225 Rector Place, LLC purchased the foreclosure bid from the first mortgagor, and upon foreclosure, acquired title to the property, subject to the Battery Park City Authority ground lease.

Date of Transfer: January 20, 2011

Borough of Manhattan, County of New York, State of New York

Block 16
Lot 3201-3506

Gateway Center Phase II, Brooklyn

Sale from the City of New York Department of Housing Preservation and Development, as seller, to Gateway Center Properties Phase II, LLC, as purchaser

Date of Transfer: February 13, 2013

Borough of Brooklyn, Kings County, NY

Block 4452 and 4586
Lot(s) p/o 170 and p/o 1

Hunters Point South, Queens, New York

Sale from the New York City Department of Housing Preservation and Development, as seller,
to Hunters Point South Housing Development Fund Corporation, as purchaser

Date of Transfer: February 14, 2013

Borough of Queens, Queens County, NY

Block 6

Lot(s) 6 and 80 (formerly p/o 1)

SCHEDULE GA-5(c)

Other than personal residences owned by principals, Related and its affiliates own/owned the following projects in NYC:

New York City Real Property

Project Name: Tribeca Tower, 105 Duane Street, New York, NY
Project Description: 440 unit, 52 story luxury rental building located in Tribeca
Block & Lot(s): 151 & 1
Purchase Date: October 1997

Project Name: The Monterey, 175 East 96th Street, New York, NY
Project Description: 522 unit, 29 story rental building located on the Upper East Side
Block & Lot(s): 1624 & 33
Purchase Date: Project Sold June 2013

Project Name: Battery Point, 300 Rector Place, New York, NY
Project Description: 154 unit, 9 story condominium project located in Battery Park City
Block & Lot(s): NA
Purchase Date: Project Sold

Project Name: Columbus Green, 101 West 87th Street, New York, NY
Project Description: 95 unit, 10 story luxury rental building located on the Upper West Side
Block & Lot(s): 1218 & 29
Purchase Date: Project Sold in 2005

Project Name: The Sagamore, 189 West 89th Street, New York, NY
Project Description: 265 unit, 18 story luxury rental building located on the Upper West Side
Block & Lot(s): 1220 & 1
Purchase Date: Project Sold in 2011. Related Management Company, L.P. remains as management agent.

Project Name: Carnegie Park, 200 East 94th Street, New York, NY
Project Description: 460 unit, 30 story luxury rental building located on the Upper East Side
Block & Lot(s): 1539 & 1; 1538 & 12, 10
Purchase Date: October 31, 1997

Project Name: French Apartments, 330 West 30th Street, New York, NY
Project Description: 175 unit rental building located on the West Side
Block & Lot(s): 753 & 56
Purchase Date: 1979

Project Name: The Gateways, 1450 Gateway Blvd., Far Rockaway, NY
Project Description: 364 unit rental building located in Queens
Block & Lot(s): 15543 & 46; 15562 & 1; 15563 & 40, 51, 56; 15574 & 28;
15514 & 36
Purchase Date: 1985

Project Name: Plaza Apartments, 212 Crown Street, Brooklyn, NY
Project Description: 76 unit rental building located in Brooklyn
Block & Lot(s): 1172 & 27, 28, 29, 34; 1296 & 8
Purchase Date: 1981, Sold January 1, 2006

Project Name: Terrific Tenements, 425 West 48th Street, NY (Clinton)
Project Description: 88 unit rental building located on the West Side
Block & Lot(s): 1058 & 16
Purchase Date: 2002

Project Name: Tiffany Mews, 63 Tiffany Place, Brooklyn, NY
Project Description: 70 unit rental building located in Brooklyn
Block & Lot(s): 320 & 1101-1185
Purchase Date: 2000, Sold March 22, 2010

Project Name: North Park Apartments, 20 West 102nd Street, New York, NY
Project Description: 123 unit rental building located on the Upper West Side
Block & Lot(s): 1837 & 21
Purchase Date: July 2003

Project Name: 33 East 17th Street, New York, NY
Project Description: Seven-story mixed-use retail/office building near Park Avenue
South
Block & Lot(s): 846 & 30
Purchase Date: June 7, 2001

Project Name: The Strathmore, 400 East 84th Street, New York, NY
Project Description: 180 unit, 43 story luxury rental building located on the Upper East
Side
Block & Lot(s): 1563 & 4
Purchase Date: November 3, 2003

Project Name: One Union Square South, New York, NY
Project Description: 21 story mixed-use building with 240,000 square feet retail and 240
residential units located on Union Square
Block & Lot(s): 565 & 21 29, 30, 32, 34, 35
Purchase Date: December 1996

Project Name: The Ventura, 240 East 86th Street, New York, NY
Project Description: 22 story mixed-use building with 40,000 square feet retail and 246
residential units located on the Upper East Side
Block & Lot(s): 1531 & 28, 29, 30, 31, 32, 33, 34
Purchase Date: Sold 3/2/2000. Related Management Company, L.P. remains as
management agent.

Project Name: Tribeca Park, Battery Park City Site 20A/C, 400 Chambers Street,
New York, NY
Project Description: 396 unit, 28 story luxury rental building located in Battery Park City
North
Block & Lot(s): 16 & 200
Purchase Date: December 18, 1997

Project Name: River Court, 1065 Gerard Avenue, Bronx, NY
Project Description: 126 unit affordable housing development located in the Bronx
Block & Lot(s): 2487 & 10
Purchase Date: December 30, 1997

Project Name: Gerard Court, 1075 Gerard Avenue, Bronx, NY
Project Description: 126 unit affordable housing development located in the Bronx
Block & Lot(s): 2487 & 20
Purchase Date: December 31, 2007

Project Name: 238 East 95th Street aka 1831 Second Avenue, New York, NY
Project Description: 19 unit affordable housing development located on the Upper East
Side
Block & Lot(s): 1540 & 29
Purchase Date: September 1998

Project Name: The Chatham, 181 East 65th Street, New York, NY
Project Description: Mixed use building with 94 individually-owned luxury residential
condominiums and approximately 25,000 square feet of retail space
Block & Lot(s): 1400 & 33, 35, 36, 37, 139
Purchase Date: November 1998

Project Name: The Lyric, 251 West 94th Street, New York, NY
Project Description: 285 unit, 22 story luxury rental building located in the Upper West
Side
Block & Lot(s): 1242 & 10; 55, 9055
Purchase Date: December 1998

Project Name: College Point Retail Center, 135-05 20th Avenue, College Point, NY
Project Description: 330,000 square foot retail center which tenants include Target, BJ's,
Circuit City and T.J. Maxx located in Queens.
Block & Lot(s): 4143 & 1; 20, 25, 30, 40, 60
Purchase Date: October 1997

Project Name: The Westminster, 180 West 20th Street, New York, NY
Project Description: 254 unit, 15-story luxury rental building located in the Chelsea
neighborhood
Block & Lot(s): 795 & 1
Purchase Date: October 31, 2000

Project Name: The Tate, 530 West 23rd Street, New York, NY
Project Description: 313 unit, 2 tower (11 & 14 stories) luxury rental building located in the Chelsea neighborhood
Block & Lot(s): 695 & 15
Purchase Date: May 2001

Project Name: The Sierra, 130 West 15th Street, New York, NY
Project Description: 213 unit, 2 tower (7 & 13 stories) luxury rental building located in the Chelsea neighborhood
Block & Lot(s): 790 & 19
Purchase Date: September 30, 1999

Project Name: The Westport, 500 West 56th Street, New York, NY
Project Description: 371 unit, 24 story luxury rental building located in the Clinton neighborhood
Block & Lot(s): 1084 & 25, 29, 36, 38, 39
Purchase Date: June 20, 2001

Project Name: Gateway Center, 501 Gateway Drive, Brooklyn, NY
Project Description: 640,000 square foot retail center located off the Belt Parkway
Block & Lot(s): 4452 & 460, 470, 480, 490, 500, 510, 520, 530, 540, 550, 560, 570
Purchase Date: May 2001

Project Name: Park Imperial, 230 West 56th Street/1745 Broadway, New York, NY
Project Description: 70 story mixed use building containing 108 individually-owned luxury condominiums, 65,000 square feet class A office space occupied by Random House, Inc., 32,000 square feet commercial space occupied by 2 banks and a 100 car parking garage located in Midtown, Manhattan.
Block & Lot(s): 1027, 1501-1610 & 12, 48 and 51
Purchase Date: 1997

Project Name: Manhattan Plaza, 400 West 43rd Street, New York, NY
Project Description: Mitchell Lama/Section 8 mixed use apartment facility containing 1,689 units located in the Clinton neighborhood
Block & Lot(s): 1052 & 1
Purchase Date: 2004

Project Name: Bradhurst Court, 300 West 145th Street, New York, NY
Project Description: 8 story residential and commercial facility (including a parking garage) located in Harlem
Block & Lot(s): 2044 & 23-40 and 137
Purchase Date: Project Sold December 2012

Project Name: Caledonia, 17th and 10th, 450 West 17th Street, NY, NY
Project Description: Luxury Condominium located in the Chelsea section
Block & Lot(s): 714 & 1
Purchase Date: May 2004

Project Name: 1511 Third Avenue, New York, NY
Project Description: Retail building on the Upper East Side

Block & Lot(s): 1531 & 1
 Purchase Date: October 2002; Project Sold December 2012

Project Name: Time Warner Center (portions of), New York, NY
 Project Description: Mixed use (retail, residential, office, jazz complex, hotel restaurants) condominium facility located on Columbus Circle, Manhattan
 Block & Lot(s): 1049 & 29
 Purchase Date: July 31, 2000

Project Name: 30th Street & 10th Avenue (Highline), New York, NY
 Project Description: Project in early pre-development phase (luxury rental building located in upper Chelsea)
 Block & Lot(s): 701 & 16, 30, 33, 36, 42, 45, 52, 55, 56, 58
 Purchase Date: April 2005

Project Name: 42nd Street & 10th Avenue, New York, NY
 Project Description: Mixed use (retail, residential, office, theater, hotel)
 Block & Lot(s): 1051 & 1, 49, 50, 51, 53, 57
 Purchase Date: November 2004

Project Name: Hub Retail and Office Center (The Hub)
 Project Description: Office and retail facility located in The Bronx
 Block & Lot(s): 2363 & 4, 16, 24
 Purchase Date: February 16, 2006

Project Name: Ocean Park Apartments, 125 Beach 17 Street, Far Rockaway, NY
 Project Description: 602 unit, Section 236, affordable housing development
 Block & Lot(s): 15638 & 1
 Purchase Date: February 17, 2005

Project Name: Veneto Condominium, 53rd Street & 2nd Avenue, New York, NY
 Project Description: 137 Unit luxury condominium with retail space
 Block & Lot(s): 1326 & 28, 29 and 128
 Purchase Date: November 17, 2005; Condominium Sold October 18, 2012

Project Name: Brompton, 86th Street & 3rd Avenue, New York, NY
 Project Description: 22 Story Luxury Condominium located on the Upper East Side
 Block & Lot(s): 714 & 1
 Purchase Date: October 10, 2005

Project Name: 321 East 21st Street, 321 East 21st Street, New York, NY
 Project Description: 22 unit affordable rental
 Block & Lot(s): 927 & 14
 Purchase Date: July 26, 2006

Project Name: Harrison, 76th Street & Amsterdam Avenue, New York, NY
 Project Description: Luxury residential project under construction.
 Block & Lot(s): 1168 & 26, 30 and 33
 Purchase Date: January 3, 2007

Project Name: One Columbus Place, New York, NY
Project Description: Located in Manhattan (49% Interest)
Block & Lot(s): 1068 & 3 and 10
Purchase Date: May 31, 2007

Project Name: 85 Tenth Avenue, New York, NY
Project Description: Office and retail space located in Chelsea section
Block & Lot(s): 687 & 29
Purchase Date: May 11, 2007

Project Name: Superior Ink, 469 West St./400 West 12th St., New York, NY
Project Description: Luxury condominium located in the West Village
Block & Lot(s): 640 & 1
Purchase Date: September 19, 2006

Project Name: Shubert, 46th and 8th, New York, NY
Project Description: Pre-development
Block & Lot(s): 1017 & 4
Purchase Date: March 3, 2008

Project Name: The Caroline Apartments, 210 Sherman Avenue, New York, NY
Project Description: 126 unit, Section 8, affordable rental
Block & Lot(s): 2226 & 24 and 29
Purchase Date: July 3, 2008

Project Name: 635 Zerega Avenue, Bronx, NY
Project Description: Retail space leased to FedEx Ground Package System, Inc.
Block & Lot(s): 3576 & 50
Purchase Date: July 15, 2008

Project Name: New Horizons Apartments, 200-202 West 111th Street, a/k/a 1810-1822 Adam Clayton Powell, Jr. Boulevard, New York, NY
Project Description: 48 unit affordable rental
Block & Lot(s): 1826 & 36
Purchase Date: June 29, 2010

Project Name: Parc Place, 225 Rector Place, New York, NY
Project Description: Mixed use building with 233 condominium units including retail space located in Battery Park City.
Block & Lot(s): 16 & 3201-3506
Purchase Date: January 20, 2011

Project Name: 511-541 West 25th Street, New York, NY
Project Description: Commercial building with office space and gallery space.
Block & Lot(s): 1697 & 13, 23
Purchase Date: February 8, 2012

Project Name: 28th Street & 10th Avenue, New York, NY
Project Description: Multi-family residential building located at 521-523 West 27th Street (a/k/a 514-520 West 28th Street), New York, New York
Block & Lot(s): 699 & 44, 43

Purchase Date: December 17, 2012

Project Name: Gateway Center Phase II, Gateway Drive, Brooklyn, NY
Project Description: Proposed 620,000 square foot retail center to be constructed off the Belt Parkway

Block(s) & Lot(s): 4444 & Part of 1; 4445 & 1; 4446 & 1; 4447 & 1; 4448 & 1; 4449 & Part of 1; 4452 & Part of 170; 4586 and Part of 1

Purchase Date: February 13, 2013

Project Name: Hunters Point South, 1-50 50th Avenue and 1-55 Borden Avenue, Long Island City, NY.

Project Description: Construction of more than 900 units of low to moderate income housing. Construction is scheduled to commence during 2013.

Block(s) & Lot(s): 6 & 80; 6

Purchase Date: February 14, 2013

Project Name: Hudson Yards, 501-551 West 30th Street, New York, NY

Project Description: Project in development stage - 26-Acre, 13 Million Square Foot Mixed-Use Development

Block & Lot(s): 702 & 1

Purchase Date: April 10, 2013.

According to our records, there are presently no tax, water or sewer arrears at any of the above properties as of 9/30/13.

SCHEDULE GA-5(d)

- (1) **Project Name:** 1429 Second Avenue Associates, LLC, 74th & 2nd Avenue, Manhattan
Share: 50.761%
Project Description: Three condo units with retails tenants Ricky's, Equinox and Liberty Travel.
Block & Lot(s): 1429 & 1101, 1102, 1103
Purchase Date: Feb-10
- (2) **Project Name:** 1122 Third Avenue Associates, LLC
Share: 25.000%
Project Description: Rental building, Retail with True Religion jeans store as tenant, residential above
Block & Lot(s): 1400-38
Purchase Date: Aug-98
- (3) **Project Name:** 123 Third Avenue (and 111 Third Avenue)
Share: 50.000%
Project Description: Retail condo unit (one Unit in each of two buildings that are combined into one retail space) –
Capital One Bank is tenant
Block & Lot(s): 469-1401, 1103
Purchase Date: Jun-11
- (4) **Project Name:** 300 E. 79th Street
Share: 50.000%
Project Description: Retail condo unit - Capital One Bank is tenant
Block & Lot(s): 1453-1001
Purchase Date: Oct-11

Retail Questionnaire

1. Will any portion of the Project consist of facilities or property that are or will be primarily used in making retail sales of goods to customers who personally visit the Project? Yes
2. If the answer to question 1 is "Yes," will Applicant or any other project occupant be registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the "retail sale of tangible personal property" (as defined in Section 1101(b)(4)(i) of the Tax Law)? Yes
3. Will any portion of the Project consist of facilities or property that are or will be primarily used in making retail sales of services to customers who personally visit the Project?

Yes x No

4. If the answer to question 1 or 3 is "Yes," what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project?

Approximately 1 percent

5. If the answer to question 1 or 3 is "Yes," and the answer to question 4 is more than 33.33 percent, indicate whether any of the following apply to the Project:

- a. Will a not-for-profit corporation operate the Project?

Yes No

- b. Is the Project likely to attract a significant number of visitors from outside New York City?

Yes No

- c. Would Applicant, but for the contemplated financial assistance from NYCIDA, locate the related jobs outside the State of New York?

Yes No

- d. Is the predominant purpose of the Project to make available goods or services that would not, but for the Project, be reasonably accessible to New York City residents because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes No

- e. Will the Project be located in one of the following: (a) an area designated as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (b) a census tract or block numbering area (or census tract or block numbering are contiguous thereto) that, according to the most recent census data, has (i) a poverty rate of at least 20 percent for the year to which the date relates, or at least 20 percent of its households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates?

Yes No

6. If the answers to any of subdivisions (c) through (e) of question 5 are "Yes," will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

If "Yes", please furnish details in a separate attachment.

7. If the answers to any of subdivisions (a) through (e) of question 5 are "Yes," please furnish details in a separate attachment.

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: One Hudson Yards Owner LLC

By (Signature):  _____

Printed Name of Signer: L. Jay Cross

Title of Signer: President

Date: November 7, 2013

Anti-Raiding Questionnaire

1. Will the completion of the Project result in the removal of a plant or facility of Applicant, or of a proposed occupant of the Project, from an area in New York State (but outside of New York City) to an area within New York City?

Yes No x

If "Yes," please provide the following information:

Address of the to-be-removed plant or facility:

Names of all current occupants of the to-be-removed plant or facility:

2. Will the completion of the Project result in the abandonment of one or more plants or facilities of Applicant, or of any proposed occupant of the Project, located in an area of New York State other than New York City?

Yes No x

If "Yes," please provide the following information:

Addresses of the to-be-abandoned plant(s) or facility(ies):

Names of all current occupants of the to-be-abandoned plants or facilities:

3. Will the completion of the Project in any way cause the removal and/or abandonment of plants and facilities anywhere in New York State (but outside of New York City)?

Yes No x

If "Yes," please provide all information relevant to such future removal and/or abandonment:

If the answer to either question 1, 2 or 3, is "Yes," please continue and answer questions 4 and 5.

4. Is the Project reasonably necessary to preserve the competitive position of Applicant, or of any proposed occupants of the Project, in its industry?

Yes No x

5. Is the Project reasonably necessary to discourage Applicant, or any proposed occupant of the Project, from removing such plant or facility to a location outside New York State?

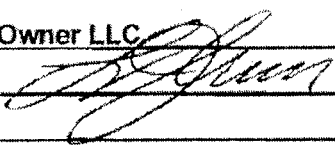
Yes No x

If the answer to question 4 and/or question 5 is "Yes," please provide on a separate sheet of paper a detailed statement explaining the same.

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: One Hudson Yards Owner LLC

By (Signature):



Printed Name of Signer: L. Jay Cross

Title of Signer: President

Date: November 7, 2013

Employment Questionnaire

The New York City Industrial Development Agency requires all Applicants to fill out this Employment Questionnaire (the "Questionnaire"). As used in this Questionnaire, "Company" means Applicant; "Project Location" means the project location which Applicant has identified in its Application; and "Tenant" means any person or entity to whom or to which Applicant intends to lease part or all of the Project Location. If Applicant is a real estate holding company that is an affiliate of an operating company and Applicant intends to lease the Project Location to such operating company, then Applicant and the operating company must fill out separate copies of this Questionnaire.

Applicant Name: One Hudson Yards Owner LLC
Address: 60 Columbus Circle, New York, NY 10023
Phone Number(s): 212-801-3540
Contact Person: L. Jay Cross

Title of Contact Person: President

Affiliation of SPE to Applicant:

N/A

Owners of SPE and each respective ownership share:

SPE EIN Number:

1. Do you expect to conduct business at other location in New York State?

Yes No x

2. Expected construction completion date (where applicable): April 2017

3. Department of Labor Registration Number of Tenant(s):

Do not include any subcontractors or subconsultants; include only employees and owners/principals on your payroll and on the payroll of Tenant(s).

4. How many employees does Applicant employ in New York City at the time of Applicant submission?

Full-time: 0__ Part-time: 0__ (on average, Part-time workers work ___ hours per week)

5. How many employees referred to in question 4 reside in New York City at the time of Applicant submission?

Full-time: 0__ Part-time: 0__

6. How many employees does Applicant employ outside of New York City but in New York State at the time of Application submission?

Full-time: 0__ Part-time: 0__ (on average, Part-time workers work ___ hours per week)

7. How many employees does Applicant currently employ at the Project location (annual average)?

Full-time: 0__ Part-time: 0__

8. Project employment at Project Location for the Company on June 30:

| 1 st Year | 2 nd Year | 3 rd Year | 4 th Year | 5 th Year | 6 th Year | 7 th Year |
|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|
|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|

Full-time: N/A

Part-time: N/A

9. Projected average quarterly wage/salary of employees at Project Location for the Company during first year of operation: \$___/employee. N/A

10. Describe the occupational composition of the workforce of the Company at the Project Location. Note differences between this composition and what is typical at other NYC locations. N/A

11. Does Applicant intend to employ new employees at the Project Location, and/or will Applicant transfer current employees from premises currently being used? Please provide details. N/A

12. Projected employment at Project Location for your Tenant(s) on an annual basis:

| 1 st Year | 2 nd Year | 3 rd Year | 4 th Year | 5 th Year | 6 th Year | 7 th Year |
|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|
|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|

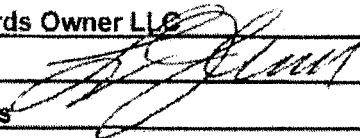
Full-time:

Part-time:

13. Projected average quarterly wage/salary of employees at Project Location for the Tenant(s) during first year of operation: \$___/employee.

I authorize any private or governmental entity, including but not limited to the New York State Department of Labor ("DOL"), to release to NYCIDA and/or to NYCEDC and/or to the successors and assigns of either (collectively, the "Information Recipients"), any and all employment information under DOL's control that is pertinent to the Company and the Company's employees. In addition, upon the Agency's request, the Company shall provide to the Agency any employment information in the Company's possession that is pertinent to the Company and the Company's employees. Information released or provided to Information Recipients by DOL, or by any other governmental entity, or by any private entity, or by the Company itself, or any information previously released as provided by all or any of the foregoing parties (collectively, "Employment Information") may be disclosed by the Information Recipients in connection with the administration of the programs of the Agency, and/or NYCEDC, and/or the successors and assigns of either, and/or the City of New York, and/or as may be necessary to comply with law; and without limiting the foregoing, the Employment Information may be included in (1) reports prepared by the Information Recipients pursuant to New York City Local Law 48 of 2005, (2) other reports required of the Agency, and (3) any other reports required by law. This authorization shall remain in effect throughout the term of this Lease.

Name of Applicant: One Hudson Yards Owner LLC

By (Signature): 

Printed Name of Signer: L. Jay Cross

Title of Signer: President

Date: November 7, 2013

Employment Questionnaire Addendum

Attach to this Questionnaire your most recent four quarters of the NYS-45 "Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return." Attach additional pages if necessary.

The Applicant and its Affiliates hereinafter will be referred to as the "Companies" or individually as a "Company." If any of the following questions applies to none of these Companies, answer "NONE"; but, for any question that does apply, be sure to specify to which of the Companies the answer on a separate sheet of paper and attach that paper to this Questionnaire.

1. List all of the labor union contracts and collective bargaining arrangements to which any of the Companies is currently a party:

See Schedule EQA-1

2. Have any of the Companies during the current calendar year and the five calendar years preceding the current calendar year experienced labor unrest situations, including pending or threatened labor strikes, hand billing, consumer boycotts, mass demonstrations or other similar incidents?

Yes No x If Yes, please explain:

3. Have any of the Companies received any federal and/or state unfair labor practices complaints asserted during the current calendar year and the three calendar years preceding the current calendar year?

Yes No x If Yes, please describe and explain current status of complaints:

4. Do any of the Companies have pending or threatened requests for arbitration, grievance proceedings, labor disputes, strikes or disturbances during the current calendar year and the three calendar years preceding the current calendar year?

Yes x No If Yes, please explain:

See schedule EQA-2

5. Are all employees of the Companies permitted to work in the United States?

Yes x No If No, please provide details on an attached sheet.

What steps do the Companies take as a matter of course to ascertain their employees' employment status?

See schedule EQA-3

Do the Companies complete and retain all required documentation related to this inquiry, such as Employment Eligibility Verification (I-9) forms?

See schedule EQA-3

6. Has the United States Department of Labor, the New York State Department of Labor, the New York City Office of the Comptroller or any other local, state or federal department, agency or commission having regulatory or oversight responsibility with respect to workers and/or their wages, inspected the premises of any Company or audited the payroll records of any Company during the current calendar year or during the three calendar years preceding the current one?

Yes x No

If the answer to this question is "Yes," briefly describe the nature of the inspection, the inspecting governmental entity and when the inspection occurred. Briefly describe the outcome of the inspection, including any reports that may have been issued and any fines or remedial or other requirements imposed upon the Company or Companies as a consequence:

See Schedule EQA-4

7. Has any Company incurred, or potentially incurred, any liability (including withdrawal liability) with respect to an employee benefit plan, including a pension plan?

Yes x No

If the answer to this question is "Yes," quantify the liability and briefly describe its nature and refer to any governmental entities that have had regulatory contact with the Company in connection with the liability:

See schedule EQA-5

8. Are the practices of any Company now, or have they been at any time during the three calendar years preceding the current calendar year, the subject of any complaints, claims, proceedings or litigation arising from alleged discrimination in the hiring, firing, promoting, compensating or general treatment of employees?

Yes x No

If the answer to this is "Yes," provide details. When answering this question, please consider "discrimination" to include sexual harassment.

See schedule EQA - 6

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: One Hudson Yards Owner LLC

By (Signature): _____

Printed Name of Signer: L. Jay Cross

Title of Signer: President

Date: November 7, 2013

Employment Questionnaire Addendum

The building is projected to generate approximately 3,400 direct construction jobs on a full-time-equivalent basis. At full occupancy, it is estimated that approximately 3,585 people will be employed at the building in office, retail and building services.

OSC-ABO Employment Requirements

For purposes of the following questions, "Applicant" shall mean Applicant and/or affiliates of applicant.

The following form will be used as part of the Agency's compliance with the Public Authorities Accountability Act. The requested information is a one time collection and is meant to capture projected wage information for existing and new growth employees at the NYCIDA project location.

Please complete one of these forms for each Project Location. If more than one Project Location exists, please make the requisite number of copies of this section and fill it out one for each site. For all Programs, except Commercial Growth, a Project Site is defined as a facility (perhaps encompassing more than one address and/or block and lot) with either a distinct employment base (as evidenced in the Applicant's reporting to the Department of Labor) or with a separate and distinguishable source of funding for the acquisition, renovation or construction of the facility. For the Commercial Growth Program, a Project Site is the location(s) where benefits are being requested.

IDA Project Location (note: This section should match information provided on p 4 of the core application)

How many sites comprise the Project? 1

This is a description of Site# 1 of 1

Borough: Manhattan

Block(s): 705

Lot(s): 1

Street address and zip code: 380 11th Avenue (a/k/a 553 West 33rd Street), New York, NY 10001

Intended use(s) of site (e.g., office, retail, etc.): Office and Retail

A. Commencement of Operations at Project Location

What is the projected date in which the facility at the above project location will become operational? (If the applicant currently owns the project facility and renovation/construction will not effect current operations enter anticipated closing date.) May 2017

B. Employment at the Project Location Answer either 1 or 2, not both

1. If the Applicant currently owns the project facility answer the following:

| | |
|---|-----|
| Number of employees the Applicant currently employs at the project location. | 0 |
| Average wage of these current Employees | N/A |
| Number of additional, new growth, employees the Applicant projects will be employed at the project location by the date given in section A. | 0 |
| Projected annual average wage of these new growth employees | N/A |

2. If the Applicant intends to acquire the project facility answer the following:

| | |
|---|--|
| Number of employees the applicant plans to move to the project location from other locations. | |
| Annual average wage of these current employees | |
| Number of additional, new growth, employees the Applicant projects will be employed at the project location by the date given in section A. | |
| Projected annual average wage of these new growth employees | |

I certify to the best of my knowledge and belief based upon my investigation, that all of the information provided in this form is accurate, true and correct. I understand that an intentional misstatement of fact, a material misstatement of fact (whether intentional or not), the providing of materially misleading information, or the omission of a material fact, may cause the Agency to reject the request made.

This 7th day of November, 2013

Name of Applicant: One Hudson Yards Owner LLC

By: Printed Name of Signer: L. Jay Cross

Title of Signer: President

Signature: 

SCHEDULE EQA-1

Please see the listing below of union affiliations currently in place with Related Management Company:

New York Based

Local 32BJ – Service Employees – Apartment Building Agreement

Local 32BJ – Resident Managers and Superintendents Agreement

Local 32BJ- Service Employees- Building and Realty Institute of Westchester & the Mid-Hudson Region

Local 32BJ- Commercial Office Building Agreement

Local 808 – International Brotherhood of Teamsters

Local 94 – International Union of Operating Engineers

SCHEDULE EQA-2

Grievances for SEIU Local 32BJ are common occurrences when we issue warnings, suspensions, and terminations. Arbitrations are also fairly common in the case of terminations for SEIU Local 32BJ. We are represented by the Realty Advisory Board in these actions. We have had limited grievances or arbitrations for members of the balance of the other Unions.

SCHEDULE EQA-3

Related Management Company, L.P. ("RMC")
Related Partners, Inc. ("Related Partners")

All employees of RMC and Related Partners are authorized/ permitted to work in the U.S. I-9 forms are completed with appropriate documentation to assure only those authorized to work in the U.S. are hired and/or retained. Documentation is appropriately stored and follow-up is tracked to assure updated documentation is obtained for those who have time-sensitive authorization.

SCHEDULE EQA-4

RMC:

The IRS audited RMC's payroll records in 2010 and required a modest change in the designation of eligible employees for the company's 401k program. Long-term temporary employees are now permitted to participate. Note that on previous audits, this was not a finding and may be a new interpretation of the IRS.

Related Sales:

The Department of Labor ("DOL") audited the AP records and GL of an affiliate, Related Sales, and found that we classified contract labor as such and DOL disagreed. We paid the back UI premium and the audit was closed. This was for the years 2008, 2009 and 2010.

SCHEDULE EQA-5

An IRS audit of our 401k Plan (Related Partners, Inc. Retirement Savings Plan) showed that we did not offer the opportunity to participate to RMC temporary employees. While we felt we were following correct policy as to who was eligible to participate, the IRS did not agree. We concluded the correction process and providing missed contributions and missed match and earnings to these employees for years 2004-2010.

We have made all corrections and remedies and are now in full compliance with the IRS.

f. Does the project include new residential uses? Yes No
 If Yes, show numbers of units proposed.

| | <u>One Family</u> | <u>Two Family</u> | <u>Three Family</u> | <u>Multiple Family (four or more)</u> |
|-----------------------------|-------------------|-------------------|---------------------|---------------------------------------|
| Initial Phase | _____ | _____ | _____ | _____ |
| At completion of all phases | _____ | _____ | _____ | _____ |

g. Does the proposed action include new non-residential construction (including expansions)? Yes No
 If Yes,

i. Total number of structures _____ 1 _____
 ii. Dimensions (in feet) of largest proposed structure: _____ ±750 height; _____ ±197 width; and _____ ±213 length
 iii. Approximate extent of building space to be heated or cooled: ±950,000 _____ square feet

h. Does the proposed action include construction or other activities that will result in the impoundment of any liquids, such as creation of a water supply, reservoir, pond, lake, waste lagoon or other storage? Yes No
 If Yes,

i. Purpose of the impoundment: _____
 ii. If a water impoundment, the principal source of the water: Ground water Surface water streams Other specify: _____
 iii. If other than water, identify the type of impounded/contained liquids and their source. _____
 iv. Approximate size of the proposed impoundment. Volume: _____ million gallons; surface area: _____ acres
 v. Dimensions of the proposed dam or impounding structure: _____ height; _____ length
 vi. Construction method/materials for the proposed dam or impounding structure (e.g., earth fill, rock, wood, concrete): _____

D.2. Project Operations

a. Does the proposed action include any excavation, mining, or dredging, during construction, operations, or both? Yes No
 (Not including general site preparation, grading or installation of utilities or foundations where all excavated materials will remain onsite)
 If Yes:

i. What is the purpose of the excavation or dredging? _____
 ii. How much material (including rock, earth, sediments, etc.) is proposed to be removed from the site?
 • Volume (specify tons or cubic yards): _____
 • Over what duration of time? _____
 iii. Describe nature and characteristics of materials to be excavated or dredged, and plans to use, manage or dispose of them. _____
 iv. Will there be onsite dewatering or processing of excavated materials? Yes No
 If yes, describe. _____
 v. What is the total area to be dredged or excavated? _____ acres
 vi. What is the maximum area to be worked at any one time? _____ acres
 vii. What would be the maximum depth of excavation or dredging? _____ feet
 viii. Will the excavation require blasting? Yes No
 ix. Summarize site reclamation goals and plan: _____

b. Would the proposed action cause or result in alteration of, increase or decrease in size of, or encroachment into any existing wetland, waterbody, shoreline, beach or adjacent area? Yes No
 If Yes:

i. Identify the wetland or waterbody which would be affected (by name, water index number, wetland map number or geographic description): _____

ii. Describe how the proposed action would affect that waterbody or wetland, e.g. excavation, fill, placement of structures, or alteration of channels, banks and shorelines. Indicate extent of activities, alterations and additions in square feet or acres:

iii. Will proposed action cause or result in disturbance to bottom sediments? Yes No
If Yes, describe: _____

iv. Will proposed action cause or result in the destruction or removal of aquatic vegetation? Yes No
If Yes:

- acres of aquatic vegetation proposed to be removed: _____
- expected acreage of aquatic vegetation remaining after project completion: _____
- purpose of proposed removal (e.g. beach clearing, invasive species control, boat access): _____
- proposed method of plant removal: _____
- if chemical/herbicide treatment will be used, specify product(s): _____

v. Describe any proposed reclamation/mitigation following disturbance: _____

c. Will the proposed action use, or create a new demand for water? Yes No

If Yes:

i. Total anticipated water usage/demand per day: _____ gallons/day

ii. Will the proposed action obtain water from an existing public water supply? Yes No

If Yes:

- Name of district or service area: _____
- Does the existing public water supply have capacity to serve the proposal? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No
- Do existing lines serve the project site? Yes No

iii. Will line extension within an existing district be necessary to supply the project? Yes No

If Yes:

- Describe extensions or capacity expansions proposed to serve this project: _____
- Source(s) of supply for the district: _____

iv. Is a new water supply district or service area proposed to be formed to serve the project site? Yes No

If Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- Proposed source(s) of supply for new district: _____

v. If a public water supply will not be used, describe plans to provide water supply for the project: _____

vi. If water supply will be from wells (public or private), maximum pumping capacity: _____ gallons/minute.

d. Will the proposed action generate liquid wastes? Yes No

If Yes:

i. Total anticipated liquid waste generation per day: _____ gallons/day

ii. Nature of liquid wastes to be generated (e.g., sanitary wastewater, industrial; if combination, describe all components and approximate volumes or proportions of each): _____

iii. Will the proposed action use any existing public wastewater treatment facilities? Yes No

If Yes:

- Name of wastewater treatment plant to be used: _____
- Name of district: _____
- Does the existing wastewater treatment plant have capacity to serve the project? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No

• Do existing sewer lines serve the project site? Yes No
 • Will line extension within an existing district be necessary to serve the project? Yes No
 If Yes:
 • Describe extensions or capacity expansions proposed to serve this project: _____

iv. Will a new wastewater (sewage) treatment district be formed to serve the project site? Yes No
 If Yes:
 • Applicant/sponsor for new district: _____
 • Date application submitted or anticipated: _____
 • What is the receiving water for the wastewater discharge? _____

v. If public facilities will not be used, describe plans to provide wastewater treatment for the project, including specifying proposed receiving water (name and classification if surface discharge, or describe subsurface disposal plans):

vi. Describe any plans or designs to capture, recycle or reuse liquid waste: _____

e. Will the proposed action disturb more than one acre and create stormwater runoff, either from new point sources (i.e. ditches, pipes, swales, curbs, gutters or other concentrated flows of stormwater) or non-point source (i.e. sheet flow) during construction or post construction? Yes No
 If Yes:
 i. How much impervious surface will the project create in relation to total size of project parcel?
 _____ Square feet or _____ acres (impervious surface)
 _____ Square feet or _____ acres (parcel size)
 ii. Describe types of new point sources. _____

iii. Where will the stormwater runoff be directed (i.e. on-site stormwater management facility/structures, adjacent properties, groundwater, on-site surface water or off-site surface waters)?

 • If to surface waters, identify receiving water bodies or wetlands: _____

 • Will stormwater runoff flow to adjacent properties? Yes No

iv. Does proposed plan minimize impervious surfaces, use pervious materials or collect and re-use stormwater? Yes No

f. Does the proposed action include, or will it use on-site, one or more sources of air emissions, including fuel combustion, waste incineration, or other processes or operations? Yes No
 If Yes, identify:
 i. Mobile sources during project operations (e.g., heavy equipment, fleet or delivery vehicles)

 ii. Stationary sources during construction (e.g., power generation, structural heating, batch plant, crushers)

 iii. Stationary sources during operations (e.g., process emissions, large boilers, electric generation)

g. Will any air emission sources named in D.2.f (above), require a NY State Air Registration, Air Facility Permit, or Federal Clean Air Act Title IV or Title V Permit? Yes No
 If Yes:
 i. Is the project site located in an Air quality non-attainment area? (Area routinely or periodically fails to meet ambient air quality standards for all or some parts of the year) Yes No
 ii. In addition to emissions as calculated in the application, the project will generate:
 • _____ Tons/year (short tons) of Carbon Dioxide (CO₂)
 • _____ Tons/year (short tons) of Nitrous Oxide (N₂O)
 • _____ Tons/year (short tons) of Perfluorocarbons (PFCs)
 • _____ Tons/year (short tons) of Sulfur Hexafluoride (SF₆)
 • _____ Tons/year (short tons) of Carbon Dioxide equivalent of Hydrofluorocarbons (HFCs)
 • _____ Tons/year (short tons) of Hazardous Air Pollutants (HAPs)

h. Will the proposed action generate or emit methane (including, but not limited to, sewage treatment plants, landfills, composting facilities)? Yes No

If Yes:

- i. Estimate methane generation in tons/year (metric): _____
- ii. Describe any methane capture, control or elimination measures included in project design (e.g., combustion to generate heat or electricity, flaring): _____

i. Will the proposed action result in the release of air pollutants from open-air operations or processes, such as quarry or landfill operations? Yes No

If Yes: Describe operations and nature of emissions (e.g., diesel exhaust, rock particulates/dust): _____

j. Will the proposed action result in a substantial increase in traffic above present levels or generate substantial new demand for transportation facilities or services? Yes No

If Yes:

- i. When is the peak traffic expected (Check all that apply): Morning Evening Weekend
 Randomly between hours of _____ to _____.
- ii. For commercial activities only, projected number of semi-trailer truck trips/day: _____
- iii. Parking spaces: Existing _____ Proposed _____ Net increase/decrease _____
- iv. Does the proposed action include any shared use parking? Yes No
- v. If the proposed action includes any modification of existing roads, creation of new roads or change in existing access, describe: _____
- vi. Are public/private transportation service(s) or facilities available within 1/2 mile of the proposed site? Yes No
- vii. Will the proposed action include access to public transportation or accommodations for use of hybrid, electric or other alternative fueled vehicles? Yes No
- viii. Will the proposed action include plans for pedestrian or bicycle accommodations for connections to existing pedestrian or bicycle routes? Yes No

k. Will the proposed action (for commercial or industrial projects only) generate new or additional demand for energy? Yes No

If Yes:

- i. Estimate annual electricity demand during operation of the proposed action: _____
- ii. Anticipated sources/suppliers of electricity for the project (e.g., on-site combustion, on-site renewable, via grid/local utility, or other): _____
- iii. Will the proposed action require a new, or an upgrade to, an existing substation? Yes No

l. Hours of operation. Answer all items which apply.

i. During Construction:

- Monday - Friday: _____
- Saturday: _____
- Sunday: _____
- Holidays: _____

ii. During Operations:

- Monday - Friday: _____
- Saturday: _____
- Sunday: _____
- Holidays: _____

m. Will the proposed action produce noise that will exceed existing ambient noise levels during construction, operation, or both? Yes No

If yes:

i. Provide details including sources, time of day and duration: _____

ii. Will proposed action remove existing natural barriers that could act as a noise barrier or screen? Yes No

Describe: _____

n. Will the proposed action have outdoor lighting? Yes No

If yes:

i. Describe source(s), location(s), height of fixture(s), direction/aim, and proximity to nearest occupied structures: Architect to provide details. _____

ii. Will proposed action remove existing natural barriers that could act as a light barrier or screen? Yes No

Describe: _____

o. Does the proposed action have the potential to produce odors for more than one hour per day? Yes No

If Yes, describe possible sources, potential frequency and duration of odor emissions, and proximity to nearest occupied structures: _____

p. Will the proposed action include any bulk storage of petroleum (combined capacity of over 1,100 gallons) or chemical products 185 gallons in above ground storage or any amount in underground storage? Yes No

If Yes:

i. Product(s) to be stored _____

ii. Volume(s) _____ per unit time _____ (e.g., month, year)

iii. Generally describe proposed storage facilities: _____

q. Will the proposed action (commercial, industrial and recreational projects only) use pesticides (i.e., herbicides, insecticides) during construction or operation? Yes No

If Yes:

i. Describe proposed treatment(s): _____

ii. Will the proposed action use Integrated Pest Management Practices? Yes No

r. Will the proposed action (commercial or industrial projects only) involve or require the management or disposal of solid waste (excluding hazardous materials)? Yes No

If Yes:

i. Describe any solid waste(s) to be generated during construction or operation of the facility:

- Construction: _____ tons per _____ (unit of time)
- Operation : _____ tons per _____ (unit of time)

ii. Describe any proposals for on-site minimization, recycling or reuse of materials to avoid disposal as solid waste:

- Construction: _____
- Operation: _____

iii. Proposed disposal methods/facilities for solid waste generated on-site:

- Construction: _____
- Operation: _____

s. Does the proposed action include construction or modification of a solid waste management facility? Yes No

If Yes:

i. Type of management or handling of waste proposed for the site (e.g., recycling or transfer station, composting, landfill, or other disposal activities): _____

ii. Anticipated rate of disposal/processing:

- _____ Tons/month, if transfer or other non-combustion/thermal treatment, or
- _____ Tons/hour, if combustion or thermal treatment

iii. If landfill, anticipated site life: _____ years

t. Will proposed action at the site involve the commercial generation, treatment, storage, or disposal of hazardous waste? Yes No

If Yes:

i. Name(s) of all hazardous wastes or constituents to be generated, handled or managed at facility: _____

ii. Generally describe processes or activities involving hazardous wastes or constituents: _____

iii. Specify amount to be handled or generated _____ tons/month

iv. Describe any proposals for on-site minimization, recycling or reuse of hazardous constituents: _____

v. Will any hazardous wastes be disposed at an existing offsite hazardous waste facility? Yes No

If Yes: provide name and location of facility: _____

If No: describe proposed management of any hazardous wastes which will not be sent to a hazardous waste facility: _____

E. Site and Setting of Proposed Action

E.1. Land uses on and surrounding the project site

a. Existing land uses.

i. Check all uses that occur on, adjoining and near the project site.

Urban Industrial Commercial Residential (suburban) Rural (non-farm)

Forest Agriculture Aquatic Other (specify): see ii

ii. If mix of uses, generally describe:
 Vacant land, transportation/utility and parking.

b. Land uses and covertypes on the project site.

| Land use or Covertypes | Current Acreage | Acreage After Project Completion | Change (Acres +/-) |
|--|-----------------|----------------------------------|--------------------|
| • Roads, buildings, and other paved or impervious surfaces | 0.918 | 0.918 | 0 |
| • Forested | | | |
| • Meadows, grasslands or brushlands (non-agricultural, including abandoned agricultural) | | | |
| • Agricultural (includes active orchards, field, greenhouse etc.) | | | |
| • Surface water features (lakes, ponds, streams, rivers, etc.) | | | |
| • Wetlands (freshwater or tidal) | | | |
| • Non-vegetated (bare rock, earth or fill) | | | |
| • Other Describe: _____ | | | |

c. Is the project site presently used by members of the community for public recreation? Yes No
i. If Yes: explain: _____

d. Are there any facilities serving children, the elderly, people with disabilities (e.g., schools, hospitals, licensed day care centers, or group homes) within 1500 feet of the project site? Yes No
If Yes,
i. Identify Facilities: _____

e. Does the project site contain an existing dam? Yes No
If Yes:
i. Dimensions of the dam and impoundment:
• Dam height: _____ feet
• Dam length: _____ feet
• Surface area: _____ acres
• Volume impounded: _____ gallons OR acre-feet
ii. Dam's existing hazard classification: _____
iii. Provide date and summarize results of last inspection: _____

f. Has the project site ever been used as a municipal, commercial or industrial solid waste management facility, or does the project site adjoin property which is now, or was at one time, used as a solid waste management facility? Yes No
If Yes:
i. Has the facility been formally closed? Yes No
• If yes, cite sources/documentation: _____
ii. Describe the location of the project site relative to the boundaries of the solid waste management facility: _____

iii. Describe any development constraints due to the prior solid waste activities: _____

g. Have hazardous wastes been generated, treated and/or disposed of at the site, or does the project site adjoin property which is now or was at one time used to commercially treat, store and/or dispose of hazardous waste? Yes No
If Yes:
i. Describe waste(s) handled and waste management activities, including approximate time when activities occurred: _____

h. Potential contamination history. Has there been a reported spill at the proposed project site, or have any remedial actions been conducted at or adjacent to the proposed site? Yes No
If Yes:
i. Is any portion of the site listed on the NYSDEC Spills Incidents database or Environmental Site Remediation database? Check all that apply: Yes No
 Yes – Spills Incidents database Provide DEC ID number(s): 10-10766 (Closed)
 Yes – Environmental Site Remediation database Provide DEC ID number(s): _____
 Neither database
ii. If site has been subject of RCRA corrective activities, describe control measures: _____
N/a

iii. Is the project within 2000 feet of any site in the NYSDEC Environmental Site Remediation database? Yes No
If yes, provide DEC ID number(s): C231049 (NYSDEC BCP Site)
iv. If yes to (i), (ii) or (iii) above, describe current status of site(s):
(i) closed (ii) n/a (iii) closed

v. Is the project site subject to an institutional control limiting property uses? Yes No

- If yes, DEC site ID number: _____
- Describe the type of institutional control (e.g., deed restriction or easement): _____
- Describe any use limitations: _____
- Describe any engineering controls: _____
- Will the project affect the institutional or engineering controls in place? Yes No
- Explain: _____

E.2. Natural Resources On or Near Project Site

a. What is the average depth to bedrock on the project site? _____ ±30 feet

b. Are there bedrock outcroppings on the project site? Yes No
 If Yes, what proportion of the site is comprised of bedrock outcroppings? _____ %

c. Predominant soil type(s) present on project site:

| | | |
|------------------------------|-------|---------|
| Pavement & Buildings on Rock | _____ | 100 % |
| 0 to 5% slopes | _____ | _____ % |
| _____ | _____ | _____ % |

d. What is the average depth to the water table on the project site? Average: ±45 feet

e. Drainage status of project site soils: Well Drained: _____ % of site
 Moderately Well Drained: _____ % of site
 Poorly Drained: _____ % of site
 *n/a, the building will be constructed on bedrock.

f. Approximate proportion of proposed action site with slopes: 0-10%: 100 % of site
 10-15%: _____ % of site
 15% or greater: _____ % of site

g. Are there any unique geologic features on the project site? Yes No
 If Yes, describe: _____

h. Surface water features. Yes No

i. Does any portion of the project site contain wetlands or other waterbodies (including streams, rivers, ponds or lakes)? Yes No

ii. Do any wetlands or other waterbodies adjoin the project site? Yes No

If Yes to either i or ii, continue. If No, skip to E.2.i.

iii. Are any of the wetlands or waterbodies within or adjoining the project site regulated by any federal, state or local agency? Yes No

iv. For each identified regulated wetland and waterbody on the project site, provide the following information:

- Streams: Name _____ Classification _____
- Lakes or Ponds: Name _____ Classification _____
- Wetlands: Name _____ Approximate Size _____
- Wetland No. (if regulated by DEC) _____

v. Are any of the above water bodies listed in the most recent compilation of NYS water quality-impaired waterbodies? Yes No
 If yes, name of impaired water body/bodies and basis for listing as impaired: _____

i. Is the project site in a designated Floodway? Yes No

j. Is the project site in the 100 year Floodplain? Yes No

k. Is the project site in the 500 year Floodplain? Yes No

l. Is the project site located over, or immediately adjoining, a primary, principal or sole source aquifer? Yes No
 If Yes:
 i. Name of aquifer: _____

m. Identify the predominant wildlife species that occupy or use the project site: _____

n. Does the project site contain a designated significant natural community? Yes No
 If Yes:
 i. Describe the habitat/community (composition, function, and basis for designation): _____

 ii. Source(s) of description or evaluation: _____
 iii. Extent of community/habitat:
 • Currently: _____ acres
 • Following completion of project as proposed: _____ acres
 • Gain or loss (indicate + or -): _____ acres

o. Does project site contain any species of plant or animal that is listed by the federal government or NYS as endangered or threatened, or does it contain any areas identified as habitat for an endangered or threatened species? Yes No

p. Does the project site contain any species of plant or animal that is listed by NYS as rare, or as a species of special concern? Yes No

q. Is the project site or adjoining area currently used for hunting, trapping, fishing or shell fishing? Yes No
 If yes, give a brief description of how the proposed action may affect that use: _____

E.3. Designated Public Resources On or Near Project Site

a. Is the project site, or any portion of it, located in a designated agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? Yes No
 If Yes, provide county plus district name/number: _____

b. Are agricultural lands consisting of highly productive soils present? Yes No
 i. If Yes: acreage(s) on project site? _____
 ii. Source(s) of soil rating(s): _____

c. Does the project site contain all or part of, or is it substantially contiguous to, a registered National Natural Landmark? Yes No
 If Yes:
 i. Nature of the natural landmark: Biological Community Geological Feature
 ii. Provide brief description of landmark, including values behind designation and approximate size/extent: _____

d. Is the project site located in or does it adjoin a state listed Critical Environmental Area? Yes No
 If Yes:
 i. CEA name: _____
 ii. Basis for designation: _____
 iii. Designating agency and date: _____

| | |
|---|---|
| e. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on, or has been nominated by the NYS Board of Historic Preservation for inclusion on, the State or National Register of Historic Places? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| If Yes: | |
| <i>i.</i> Nature of historic/archaeological resource: <input type="checkbox"/> Archaeological Site <input type="checkbox"/> Historic Building or District | |
| <i>ii.</i> Name: _____ | |
| <i>iii.</i> Brief description of attributes on which listing is based: _____ | |
| f. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| g. Have additional archaeological or historic site(s) or resources been identified on the project site? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| If Yes: | |
| <i>i.</i> Describe possible resource(s): _____ | |
| <i>ii.</i> Basis for identification: _____ | |
| h. Is the project site within five miles of any officially designated and publicly accessible federal, state, or local scenic or aesthetic resource? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| If Yes: | |
| <i>i.</i> Identify resource: _____ | |
| <i>ii.</i> Nature of, or basis for, designation (e.g., established highway overlook, state or local park, state historic trail or scenic byway, etc.): _____ | |
| <i>iii.</i> Distance between project and resource: _____ miles. | |
| i. Is the project site located within a designated river corridor under the Wild, Scenic and Recreational Rivers Program 6 NYCRR 666? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| If Yes: | |
| <i>i.</i> Identify the name of the river and its designation: _____ | |
| <i>ii.</i> Is the activity consistent with development restrictions contained in 6NYCRR Part 666? | |
| | <input type="checkbox"/> Yes <input type="checkbox"/> No |

F. Additional Information

Attach any additional information which may be needed to clarify your project.

If you have identified any adverse impacts which could be associated with your proposal, please describe those impacts plus any measures which you propose to avoid or minimize them.

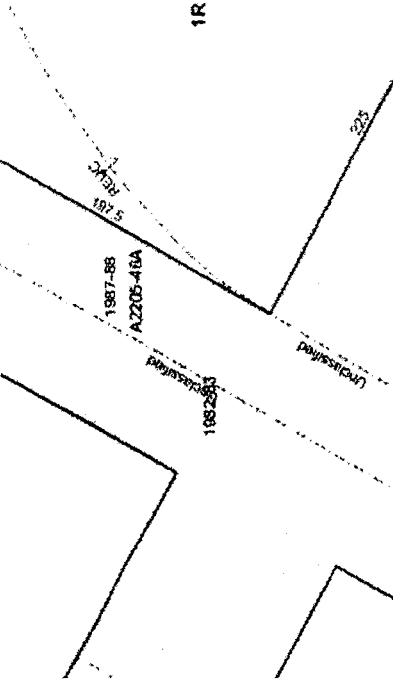
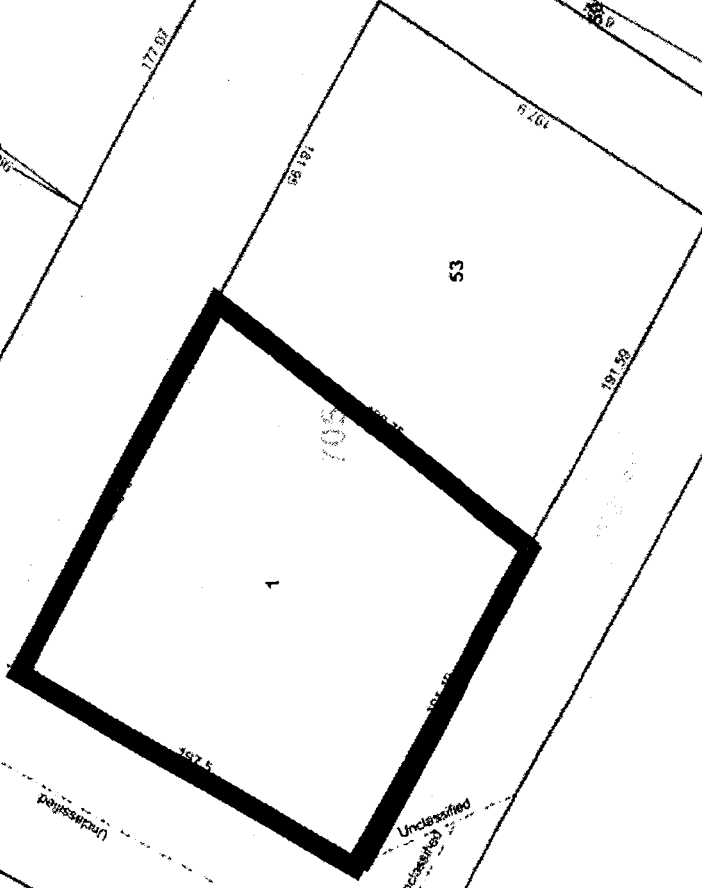
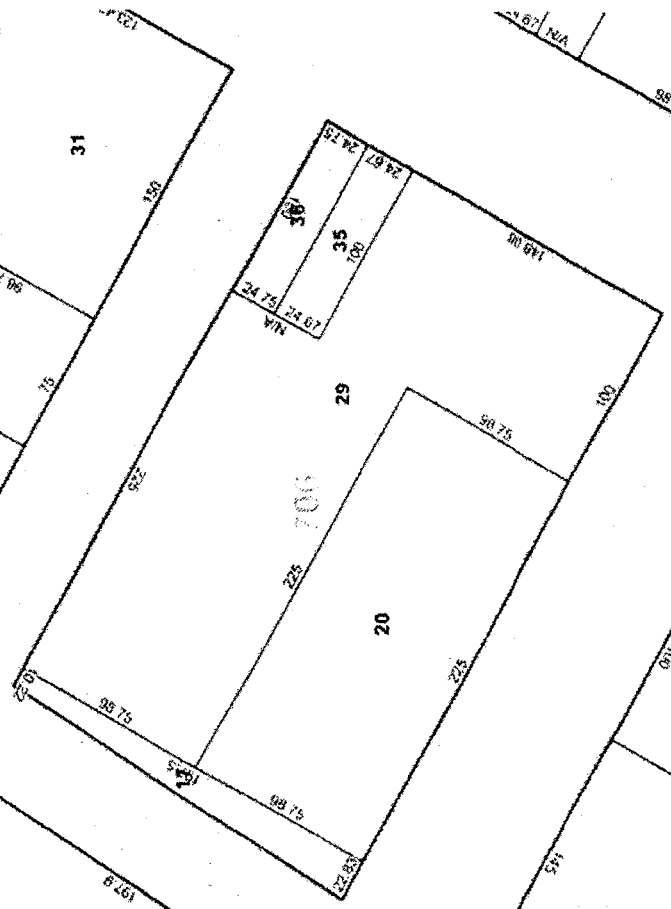
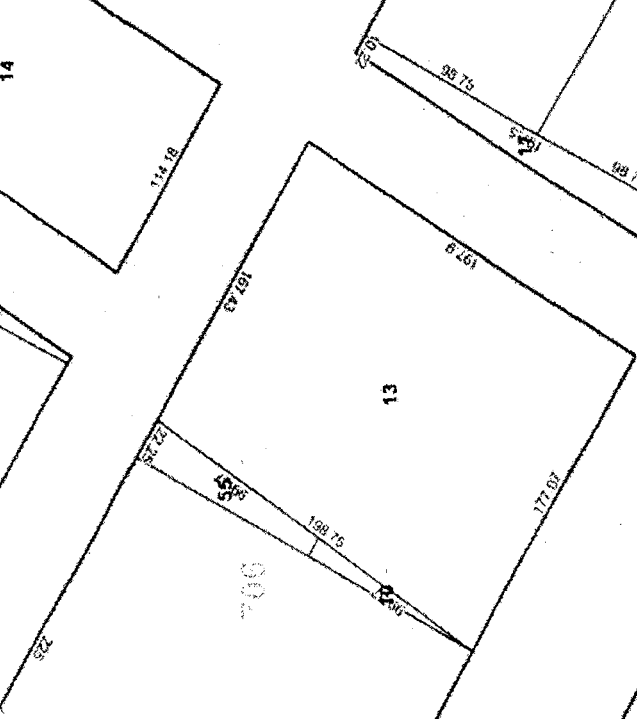
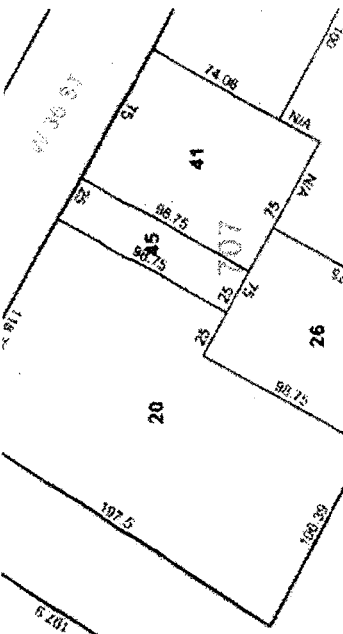
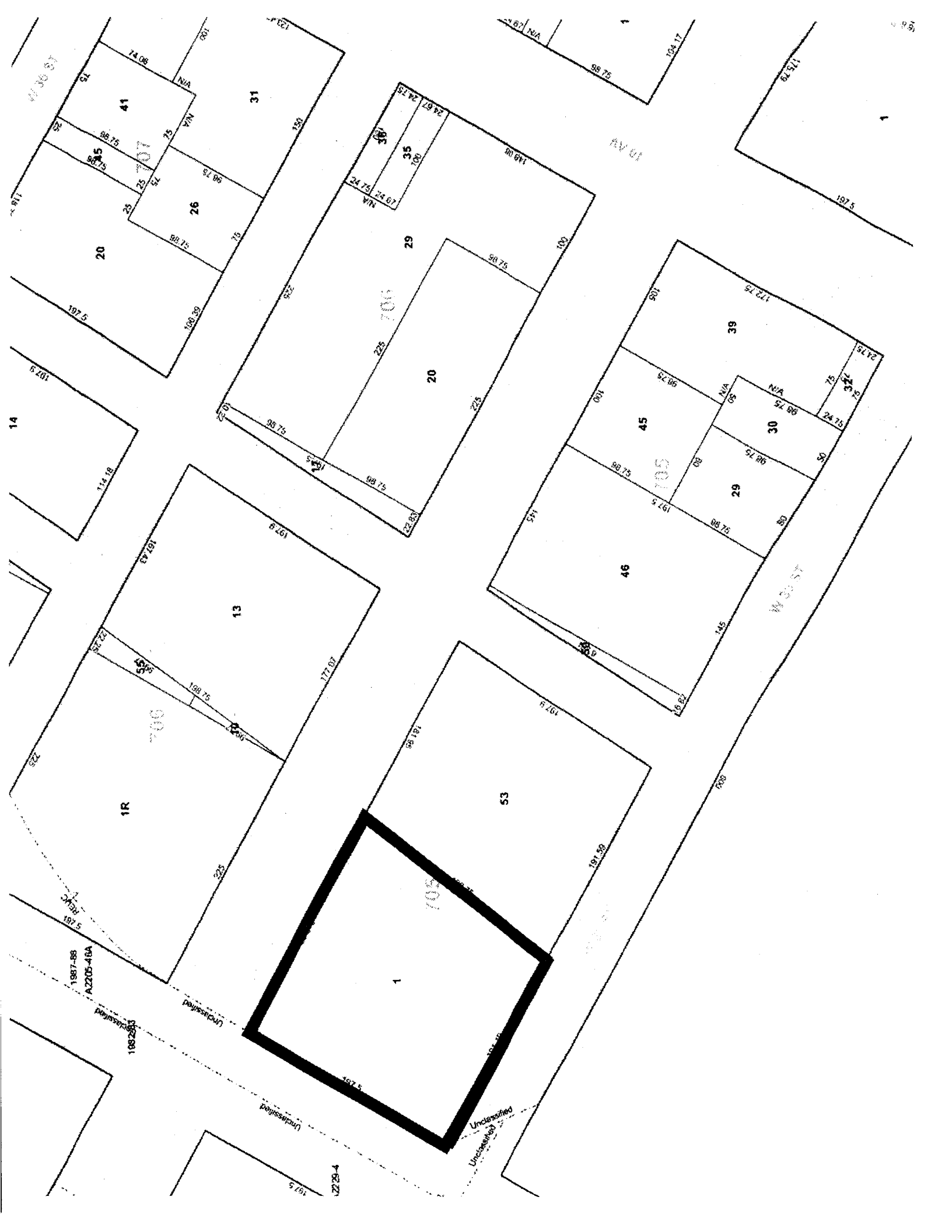
G. Verification

I certify that the information provided is true to the best of my knowledge.

Applicant/Sponsor Name L. Jay Cross, One Hudson Yards Owner LLC Date November 18, 2013

Signature  Title President

PRINT FORM



1987-88
AZ205-48A
Unclassified
100
200
300

W 30th St

W 31st St