

Resolution of the New York City Industrial Development Agency amending the resolution adopted on September 17, 2013 relating to the Industrial Incentive Program (straight-lease) for E. Gluck Corporation, and authorizing the execution and delivery of agreements and other documents

WHEREAS, New York City Industrial Development Agency (the "Agency") is authorized under the laws of the State of New York, and in particular the New York State Industrial Development Agency Act, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended, and Chapter 1082 of the 1974 Laws of New York, as amended (collectively, the "Act"), to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial and research facilities and thereby advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and to improve their prosperity and standard of living; and

WHEREAS, on September 17, 2013, the Agency adopted a resolution authorizing a straight-lease transaction for E. Gluck Corporation (the "Applicant") (the "Prior Resolution") for the renovation, furnishing and equipping of an industrial and warehousing facility (the "Facility"), consisting of the renovation, furnishing and equipping of leased premises within an approximately 235,000 square foot building on an approximately 275,904 square foot parcel of land located at 60-15 Little Neck, New York, all for the design, production, packaging, warehousing and distribution of watches and related products, for lease to the Agency by the Applicant and for sublease by the Agency to the Applicant, and having an approximate total project cost of \$21,505,000 (the "Project"); and

WHEREAS, the Applicant advised the Agency that the Applicant's principals are unable to deliver the Guaranty Agreement as authorized in the Prior Resolution; and

WHEREAS, the Applicant has requested that the Agency amend the Resolution to (i) release the Applicant's principals from the Guaranty Agreement, and (ii) accept a Letter of Credit (the "Letter of Credit") from the Applicant in a dollar amount from a financial institution sufficient for such purposes as set forth in a certificate of determination of an Agency officer (the "Certificate of Determination"); and

WHEREAS, the Agency desires to accommodate such requests of the Applicant;

NOW, THEREFORE, NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY HEREBY RESOLVES AS FOLLOWS:

Section 1. Section 5 of the Prior Resolution is hereby amended and restated to read as follows:

"The execution and delivery of a Company Lease Agreement subleasing the Facility from the Applicant to the Agency, an Agency Lease Agreement (the "Lease Agreement") from the Agency subleasing the Facility to the Applicant, an overlease agreement by which the landlord/owner of the Facility (the "Landlord") leases the Facility to the Agency, and a separate sublease agreement by which the Agency subleases

the Facility to the Landlord (the "Landlord Sublease"), a Guaranty Agreement from the Applicant to the Agency, and a Sales Tax Letter from the Agency to the Applicant (each document referenced in this Section 5 being, collectively, the "Agency Documents"), each being substantially in the form approved by the Agency for prior transactions, is hereby authorized. The Chairman, Vice Chairman, Executive Director, Deputy Executive Director, General Counsel and Vice President for Legal Affairs of the Agency are hereby authorized to execute, acknowledge and deliver each such Agency Document. The execution and delivery of each such agreement by one of said officers shall be conclusive evidence of due authorization and approval."

Section 2. The Prior Resolution is hereby ratified and confirmed in all respects, except as amended pursuant to this Resolution.

Section 3. This Resolution shall take effect immediately

ADOPTED: November 12, 2013