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%):  

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Real Property Taxes (PILOT Benefit(^1))</td>
<td>$76,528,260</td>
</tr>
<tr>
<td><strong>Total Cost to NYC</strong></td>
<td><strong>$76,528,260</strong></td>
</tr>
</tbody>
</table>

\(^1\) 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.

### C. Benefit to City (Estimated NYC direct and indirect taxes to be generated by Company) (estimated NPV 25 years @ 6.25%):  

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Impact of Land Sale</td>
<td>$102,588,235</td>
</tr>
<tr>
<td>Impact of Construction Activity</td>
<td>6,307,552</td>
</tr>
<tr>
<td>Impact of Ongoing Operations</td>
<td>487,334,229</td>
</tr>
<tr>
<td>Payment in Lieu of Mortgage Recording Tax (PIOMRT)</td>
<td>5,103,575</td>
</tr>
<tr>
<td><strong>Total Tax Revenue Gross of IDA Benefits</strong></td>
<td><strong>$601,333,591</strong></td>
</tr>
</tbody>
</table>

---
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): 
Fax Number(s): 
E-mail Address: 
Website Address: http://hudsonyardsnewyork.com
Applicant EIN Number: 
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 #: 
   Fax#: 
   E-mail Address: 
   Address: 60 Columbus Circle, 19th Floor, NY, NY 10023

2. Attorney of Applicant:
   Name: Tal Golomb
   Firm: Fried, Frank, Harris, Shriver + Jacobson LLP
   Phone #: 
   Fax#: 
   E-mail Address: 
   Address: 

3. Accountant of Applicant:
   Name: Tal Reichman
   Firm: KPMG
   Phone #: 
   Fax#: 
   E-mail Address: 
   Address: 

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)).

    X 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: 

General Application
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.

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Phone</th>
<th>Affiliation with Applicant</th>
<th>SF &amp; Floors (Percent Occupancy)</th>
<th>Lease Expiration</th>
<th>Tenant Business</th>
</tr>
</thead>
</table>

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

<table>
<thead>
<tr>
<th>Use of Funds</th>
<th>Source of Funds</th>
</tr>
</thead>
<tbody>
<tr>
<td>Land acquisition:</td>
<td>Loan (1):</td>
</tr>
<tr>
<td>Building acquisition:</td>
<td>Loan (2):</td>
</tr>
<tr>
<td>New construction:</td>
<td>Affiliate loans:</td>
</tr>
<tr>
<td>Soft costs (define):</td>
<td>Company funds:</td>
</tr>
<tr>
<td>Debt Services Reserve Funds:</td>
<td>Other equity (explain):</td>
</tr>
<tr>
<td>Capitalized interest:</td>
<td>Other(explain):</td>
</tr>
<tr>
<td>Other (explain):</td>
<td></td>
</tr>
<tr>
<td>See Schedule GA-3</td>
<td></td>
</tr>
</tbody>
</table>

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 x 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 x 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 x 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 x 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 x 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 x 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:

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Address</th>
<th>Contact</th>
<th>Phone</th>
<th>Percent of Revenues</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

b. List major suppliers:

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Address</th>
<th>Contact</th>
<th>Phone</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

c. List unions (if applicable)

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Address</th>
<th>Contact</th>
<th>Phone</th>
<th>Contact Expiration</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

d. List banks:

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Address</th>
<th>Contact</th>
<th>Phone</th>
<th>Type of Account</th>
</tr>
</thead>
<tbody>
<tr>
<td>HSBC</td>
<td>452 Fifth Avenue</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>New York, NY 10018</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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.

<table>
<thead>
<tr>
<th>Address</th>
<th>Borough</th>
<th>Tax Block and Lot</th>
<th>Gross Square Footage Land/Building</th>
</tr>
</thead>
</table>

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 date 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.
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.
Question 16
Project Sources and Uses

<table>
<thead>
<tr>
<th>ONE HUDSON YARDS OWNER LLC</th>
<th>Debt</th>
<th>Equity</th>
<th>Total Amount</th>
<th>Percent of Total Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td>Land Costs</td>
<td>100,000,000</td>
<td>189,000,000</td>
<td>289,000,000</td>
<td>23%</td>
</tr>
<tr>
<td>Hard Costs</td>
<td>563,000,000</td>
<td>77,000,000</td>
<td>640,000,000</td>
<td>51%</td>
</tr>
<tr>
<td>Soft Costs</td>
<td>87,000,000</td>
<td>230,000,000</td>
<td>317,000,000</td>
<td>25%</td>
</tr>
<tr>
<td>TOTAL</td>
<td>$750,000,000</td>
<td>$496,000,000</td>
<td>$1,246,000,000</td>
<td>100%</td>
</tr>
</tbody>
</table>
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

<table>
<thead>
<tr>
<th>Building</th>
<th>Lease Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Riverwalk Place, LLC</td>
<td>Lease Dated: July 22, 2004 (Building 3)</td>
</tr>
<tr>
<td>Riverwalk Landing LLC</td>
<td>Lease Dated: January 25, 2006 (Building 4)</td>
</tr>
<tr>
<td>Riverwalk Court, LLC</td>
<td>Lease Dated: August 6, 2007 (Building 5)</td>
</tr>
<tr>
<td>Riverwalk 6, LLC</td>
<td>Lease Dated: August 6, 2007 (Building 6)</td>
</tr>
</tbody>
</table>

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

**New York City Real Property**

<table>
<thead>
<tr>
<th>Project Name</th>
<th>Project Description</th>
<th>Block &amp; Lot(s)</th>
<th>Purchase Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tribeca Tower, 105 Duane Street, New York, NY</td>
<td>440 unit, 52 story luxury rental building located in Tribeca</td>
<td>151 &amp; 1</td>
<td>October 1997</td>
</tr>
<tr>
<td>The Monterey, 175 East 96th Street, New York, NY</td>
<td>522 unit, 29 story rental building located on the Upper East Side</td>
<td>1624 &amp; 33</td>
<td>Project Sold June 2013</td>
</tr>
<tr>
<td>Battery Point, 300 Rector Place, New York, NY</td>
<td>154 unit, 9 story condominium project located in Battery Park City</td>
<td>NA</td>
<td>Project Sold</td>
</tr>
<tr>
<td>Columbus Green, 101 West 87th Street, New York, NY</td>
<td>95 unit, 10 story luxury rental building located on the Upper West Side</td>
<td>1218 &amp; 29</td>
<td>Project Sold in 2005</td>
</tr>
<tr>
<td>The Sagamore, 189 West 89th Street, New York, NY</td>
<td>265 unit, 18 story luxury rental building located on the Upper West Side</td>
<td>1220 &amp; 1</td>
<td>Project Sold in 2011. Related Management Company, L.P. remains as management agent.</td>
</tr>
<tr>
<td>Carnegie Park, 200 East 94th Street, New York, NY</td>
<td>460 unit, 30 story luxury rental building located on the Upper East Side</td>
<td>1539 &amp; 1; 1538 &amp; 12, 10</td>
<td>October 31, 1997</td>
</tr>
<tr>
<td>French Apartments, 330 West 30th Street, New York, NY</td>
<td>175 unit rental building located on the West Side</td>
<td>753 &amp; 56</td>
<td>1979</td>
</tr>
<tr>
<td>Project Name</td>
<td>Address</td>
<td>Block &amp; Lot(s)</td>
<td></td>
</tr>
<tr>
<td>------------------------------</td>
<td>----------------------------------------------</td>
<td>--------------------------------------------------------------------------------</td>
<td></td>
</tr>
<tr>
<td>The Gateways</td>
<td>1450 Gateway Blvd., Far Rockaway, NY</td>
<td>15543 &amp; 46; 15562 &amp; 1; 15563 &amp; 40, 51, 56; 15574 &amp; 28; 15514 &amp; 36</td>
<td></td>
</tr>
<tr>
<td>Plaza Apartments</td>
<td>212 Crown Street, Brooklyn, NY</td>
<td>1172 &amp; 27, 28, 29, 34; 1296 &amp; 8</td>
<td></td>
</tr>
<tr>
<td>Terrific Tenements</td>
<td>425 West 48th Street, NY (Clinton)</td>
<td>1058 &amp; 16</td>
<td></td>
</tr>
<tr>
<td>Tiffany Mews</td>
<td>63 Tiffany Place, Brooklyn, NY</td>
<td>320 &amp; 1101-1185</td>
<td></td>
</tr>
<tr>
<td>North Park Apartments</td>
<td>20 West 102nd Street, New York, NY</td>
<td>1837 &amp; 21</td>
<td></td>
</tr>
<tr>
<td>33 East 17th Street</td>
<td>New York, NY</td>
<td>846 &amp; 30</td>
<td></td>
</tr>
<tr>
<td>The Strathmore</td>
<td>400 East 84th Street, New York, NY</td>
<td>1563 &amp; 4</td>
<td></td>
</tr>
<tr>
<td>One Union Square South</td>
<td>New York, NY</td>
<td>565 &amp; 21 29, 30, 32, 34, 35</td>
<td></td>
</tr>
<tr>
<td>One Union Square South</td>
<td>New York, NY</td>
<td>565 &amp; 21</td>
<td></td>
</tr>
<tr>
<td>The Ventura</td>
<td>240 East 86th Street, New York, NY</td>
<td>1531 &amp; 28, 29, 30, 31, 32, 33, 34</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Purchase Date</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>The Gateways</td>
<td>1985</td>
</tr>
<tr>
<td>Plaza Apartments</td>
<td>1981, Sold January 1, 2006</td>
</tr>
<tr>
<td>Terrific Tenements</td>
<td>2002</td>
</tr>
<tr>
<td>Tiffany Mews</td>
<td>2000, Sold March 22, 2010</td>
</tr>
<tr>
<td>North Park Apartments</td>
<td>July 2003</td>
</tr>
<tr>
<td>33 East 17th Street</td>
<td>June 7, 2001</td>
</tr>
<tr>
<td>The Strathmore</td>
<td>November 3, 2003</td>
</tr>
<tr>
<td>One Union Square South</td>
<td>December 1996</td>
</tr>
</tbody>
</table>
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
<table>
<thead>
<tr>
<th>Block &amp; Lot(s)</th>
<th>Purchase Date</th>
<th>Project Name</th>
<th>Project Description</th>
<th>Block &amp; Lot(s)</th>
<th>Purchase Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>1531 &amp; 1</td>
<td>October 2002; Project Sold December 2012</td>
<td>Time Warner Center (portions of), New York, NY</td>
<td>Mixed use (retail, residential, office, jazz complex, hotel restaurants) condominium facility located on Columbus Circle, Manhattan</td>
<td>1049 &amp; 29</td>
<td>July 31, 2000</td>
</tr>
<tr>
<td>1051 &amp; 1, 49, 50, 51, 53, 57</td>
<td>April 2005</td>
<td>30th Street &amp; 10th Avenue (Highline), New York, NY</td>
<td>Project in early pre-development phase (luxury rental building located in upper Chelsea)</td>
<td>701 &amp; 16, 30, 33, 36, 42, 45, 52, 55, 56, 58</td>
<td>November 2004</td>
</tr>
<tr>
<td>2363 &amp; 4, 16, 24</td>
<td>February 16, 2006</td>
<td>Hub Retail and Office Center (The Hub)</td>
<td>Office and retail facility located in The Bronx</td>
<td>2363 &amp; 4, 16, 24</td>
<td>February 16, 2006</td>
</tr>
<tr>
<td>15638 &amp; 1</td>
<td>February 17, 2005</td>
<td>Ocean Park Apartments, 125 Beach 17 Street, Far Rockaway, NY</td>
<td>602 unit, Section 236, affordable housing development</td>
<td>15638 &amp; 1</td>
<td>February 17, 2005</td>
</tr>
<tr>
<td>1326 &amp; 28, 29 and 128</td>
<td>November 17, 2005; Condominium Sold October 18, 2012</td>
<td>Veneto Condominium, 53rd Street &amp; 2nd Avenue, New York, NY</td>
<td>137 Unit luxury condominium with retail space</td>
<td>1326 &amp; 28, 29 and 128</td>
<td>November 17, 2005; Condominium Sold October 18, 2012</td>
</tr>
<tr>
<td>714 &amp; 1</td>
<td>October 10, 2005</td>
<td>Brompton, 86th Street &amp; 3rd Avenue, New York, NY</td>
<td>22 Story Luxury Condominium located on the Upper East Side</td>
<td>714 &amp; 1</td>
<td>October 10, 2005</td>
</tr>
<tr>
<td>927 &amp; 14</td>
<td>July 26, 2006</td>
<td>321 East 21st Street, 321 East 21st Street, New York, NY</td>
<td>22 unit affordable rental</td>
<td>927 &amp; 14</td>
<td>July 26, 2006</td>
</tr>
<tr>
<td>1168 &amp; 26, 30 and 33</td>
<td>January 3, 2007</td>
<td>Harrison, 76th Street &amp; Amsterdam Avenue, New York, NY</td>
<td>Luxury residential project under construction.</td>
<td>1168 &amp; 26, 30 and 33</td>
<td>January 3, 2007</td>
</tr>
</tbody>
</table>
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.
(1) Project Name: 1429 Second Avenue Associates, LLC, 74th & 2nd Avenue, Manhattan  
Share: 50.761%  
Project Description: Three condo units with retail 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
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)(l) 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): [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 

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:

<table>
<thead>
<tr>
<th>Year</th>
<th>1st Year</th>
<th>2nd Year</th>
<th>3rd Year</th>
<th>4th Year</th>
<th>5th Year</th>
<th>6th Year</th>
<th>7th Year</th>
</tr>
</thead>
</table>

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:

<table>
<thead>
<tr>
<th>Year</th>
<th>1st Year</th>
<th>2nd Year</th>
<th>3rd Year</th>
<th>4th Year</th>
<th>5th Year</th>
<th>6th Year</th>
<th>7th Year</th>
</tr>
</thead>
</table>

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 NYCDIA 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): [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 or 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 described 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.
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 by 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.)

<table>
<thead>
<tr>
<th>How many sites comprise the Project?</th>
<th>1</th>
</tr>
</thead>
<tbody>
<tr>
<td>This is a description of Site# 1 of 1</td>
<td></td>
</tr>
<tr>
<td>Borough: Manhattan</td>
<td></td>
</tr>
<tr>
<td>Block(s): 705</td>
<td></td>
</tr>
<tr>
<td>Lot(s): 1</td>
<td></td>
</tr>
<tr>
<td>Street address and zip code: 380 11th Avenue (a/k/a 553 West 33rd Street), New York, NY 10001</td>
<td></td>
</tr>
<tr>
<td>Intended use(s) of site (e.g., office, retail, etc.): Office and Retail</td>
<td></td>
</tr>
</tbody>
</table>

**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:

<table>
<thead>
<tr>
<th>Number of employees the Applicant currently employs at the project location.</th>
<th>0</th>
</tr>
</thead>
<tbody>
<tr>
<td>Average wage of these current Employees</td>
<td>N/A</td>
</tr>
<tr>
<td>Number of additional, new growth, employees the Applicant projects will be employed at the project location by the date given in section A.</td>
<td>0</td>
</tr>
<tr>
<td>Projected annual average wage of these new growth employees</td>
<td>N/A</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Number of employees the applicant plans to move to the project location from other locations.</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Annual average wage of these current employees</td>
<td></td>
</tr>
<tr>
<td>Number of additional, new growth, employees the Applicant projects will be employed at the project location by the date given in section A.</td>
<td></td>
</tr>
<tr>
<td>Projected annual average wage of these new growth employees</td>
<td></td>
</tr>
</tbody>
</table>

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: [Signature]

Title of Signer: President
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.
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.
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.
Yes, the Company and its affiliates have had a variety of employment discrimination complaints filed over the past three calendar years. Discrimination was alleged based on race, color, national origin, age, pregnancy and/or disability, and retaliation. One case claimed sexual harassment, which was dismissed by the EEOC, but has been pursued by the Complainant in litigation. Another case that alleges disparate treatment and sexual harassment was not decided by the EEOC, but the Complainant has proceeded to litigation in federal court. There were no findings of probable cause, and most of the complaints were dismissed by the state/federal agencies with whom they were filed for no probable cause. Some proceeded to litigation despite the administrative dismissals. Several were settled for minimal amounts, after mediation or independently. No cases have proceeded to trial, and we are confident that the remaining open cases are baseless and will be resolved without major financial impact.
Instructions for Completing Part 1

Part 1 is to be completed by the applicant or project sponsor. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification.

Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information; indicate whether missing information does not exist, or is not reasonably available to the sponsor; and, when possible, generally describe work or studies which would be necessary to update or fully develop that information.

Applicants/sponsors must complete all items in Sections A & B. In Sections C, D & E, most items contain an initial question that must be answered either “Yes” or “No”. If the answer to the initial question is “Yes”, complete the sub-questions that follow. If the answer to the initial question is “No”, proceed to the next question. Section F allows the project sponsor to identify and attach any additional information. Section G requires the name and signature of the project sponsor to verify that the information contained in Part 1 is accurate and complete.

A. Project and Sponsor Information.

Name of Action or Project:
One Hudson Yards Owner LLC UTEP Application

Project Location (describe, and attach a general location map):
Manhattan Block 705, Lot 1 (see attached map)

Brief Description of Proposed Action (include purpose or need):
This application is for financial assistance from the New York City Industrial Development Agency for the planned One Hudson Yards Owner LLC development on Subarea A2 in the Hudson Yards Uniform Tax Exemption Policy (UTEP) Area. The environmental conditions of the project site and the impacts of the development were extensively analyzed as part of the No. 7 Subway Extension - Hudson Yards Rezoning and Development Program Final Generic Environmental Impact Statement - CEQR No. 03DCP031M ("Hudson Yards Rezoning FGEIS"). This application would not affect density-related areas, nor change current height, bulk, and setback regulations. The planned uses and associated square footages that were previously analyzed in the Hudson Yards Rezoning FGEIS would not change as a result of this application. Please refer to the Hudson Yards Rezoning FGEIS for a description of the planned development.

Name of Applicant/Sponsor: Telephone
ONE HUDSON YARDS OWNER LLC
E-Mail:

Address: 60 Columbus Circle

City/PO: New York State: NY Zip Code: 10023

Project Contact (if not same as sponsor; give name and title/role):

Address:

City/PO: State: Zip Code:

Property Owner (if not same as sponsor): Telephone
E-Mail:

Address:

City/PO: State: Zip Code:
### B. Government Approvals

#### B. Government Approvals Funding, or Sponsorship.

(“Funding” includes grants, loans, tax relief, and any other forms of financial assistance.)

<table>
<thead>
<tr>
<th>Government Entity</th>
<th>If Yes: Identify Agency and Approval(s) Required</th>
<th>Application Date (Actual or projected)</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. City Council, Town Board, or Village Board of Trustees</td>
<td>☐ Yes ☑ No</td>
<td>New York City Industrial Development Agency October 23, 2013</td>
</tr>
<tr>
<td>b. City, Town or Village Planning Board or Commission</td>
<td>☑ Yes ☐ No</td>
<td></td>
</tr>
<tr>
<td>c. City Council, Town or Village Zoning Board of Appeals</td>
<td>☑ Yes ☐ No</td>
<td></td>
</tr>
<tr>
<td>d. Other local agencies</td>
<td>☑ Yes ☐ No</td>
<td></td>
</tr>
<tr>
<td>e. County agencies</td>
<td>☐ Yes ☑ No</td>
<td></td>
</tr>
<tr>
<td>f. Regional agencies</td>
<td>☐ Yes ☑ No</td>
<td></td>
</tr>
<tr>
<td>g. State agencies</td>
<td>☐ Yes ☑ No</td>
<td></td>
</tr>
<tr>
<td>h. Federal agencies</td>
<td>☐ Yes ☑ No</td>
<td></td>
</tr>
</tbody>
</table>

i. Coastal Resources.

  1. Is the project site within a Coastal Area, or the waterfront area of a Designated Inland Waterway? ☑ Yes ☐ No
  2. Is the project site located in a community with an approved Local Waterfront Revitalization Program? ☐ Yes ☑ No
  3. Is the project site within a Coastal Erosion Hazard Area? ☐ Yes ☑ No

### C. Planning and Zoning

#### C.1. Planning and zoning actions.

Will administrative or legislative adoption, or amendment of a plan, local law, ordinance, rule or regulation be the only approval(s) which must be granted to enable the proposed action to proceed?

- ☑ Yes ☐ No

If Yes, complete sections C, F and G.

If No, proceed to question C.2 and complete all remaining sections and questions in Part 1

#### C.2. Adopted land use plans.

a. Do any municipally-adopted (city, town, village or county) comprehensive land use plan(s) include the site where the proposed action would be located? ☑ Yes ☐ No

If Yes, does the comprehensive plan include specific recommendations for the site where the proposed action would be located? ☑ Yes ☐ No

b. Is the site of the proposed action within any local or regional special planning district (for example: Greenway Brownfield Opportunity Area (BOA); designated State or Federal heritage area; watershed management plan; or other?) ☑ Yes ☐ No

If Yes, identify the plan(s):
The site is within the Special Hudson Yards District, the Large-Scale Plan Subdistrict A and the FRESH Program for discretionary tax incentives.


c. Is the proposed action located wholly or partially within an area listed in an adopted municipal open space plan, or an adopted municipal farmland protection plan? ☑ Yes ☐ No

If Yes, identify the plan(s):
C.3. Zoning

a. Is the site of the proposed action located in a municipality with an adopted zoning law or ordinance. ☑Yes ☐No
   If Yes, what is the zoning classification(s) including any applicable overlay district? Zoning: C6-4; Overlay District: Special Hudson Yards District

b. Is the use permitted or allowed by a special or conditional use permit? ☐Yes ☑No

c. Is a zoning change requested as part of the proposed action? ☐Yes ☑No
   i. What is the proposed new zoning for the site? ___________________________________________________________________

C.4. Existing community services.

a. In what school district is the project site located? Manhattan School District 2

b. What police or other public protection forces serve the project site?
   Police Precinct: 10, NYPD Patrol Borough: Manhattan South

c. Which fire protection and emergency medical services serve the project site?
   Fire Battalion: 7, Fire Company: 34B, Fire Division: 1

d. What parks serve the project site?
   The closest parks include The Highline, Chelsea Park, Hudson River Park in addition to Hudson Park & Boulevard to be developed

D. Project Details

D.1. Proposed and Potential Development

a. What is the general nature of the proposed action (e.g., residential, industrial, commercial, recreational; if mixed, include all components)? Construction of LEED-certified, class A office tower.

b. a. Total acreage of the site of the proposed action? 0.918 acres
   b. Total acreage to be physically disturbed? 0.918 acres
   c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? 0.918 acres

c. Is the proposed action an expansion of an existing project or use? ☐Yes ☑No
   i. If Yes, what is the approximate percentage of the proposed expansion and identify the units (e.g., acres, miles, housing units, square feet)? % ____________________ Units: ____________________

d. Is the proposed action a subdivision, or does it include a subdivision? ☐Yes ☑No
   i. Purpose or type of subdivision? (e.g., residential, industrial, commercial; if mixed, specify types)
      ___________________________________________________________________
   ii. Is a cluster/conservation layout proposed? ☐Yes ☑No
      ___________________________________________________________________
   iii. Number of lots proposed? ________
   iv. Minimum and maximum proposed lot sizes? Minimum ________ Maximum ________

e. Will proposed action be constructed in multiple phases? ☐Yes ☑No
   i. If No, anticipated period of construction: 35 months
   ii. If Yes:
      • Total number of phases anticipated
      • Anticipated commencement date of phase 1 (including demolition) ____ month _____ year
      • Anticipated completion date of final phase ____ month _____ year
      • Generally describe connections or relationships among phases, including any contingencies where progress of one phase may determine timing or duration of future phases:
         ___________________________________________________________________
f. Does the project include new residential uses?  
Yes ☑ No ☐
If Yes, show numbers of units proposed.

<table>
<thead>
<tr>
<th>One Family</th>
<th>Two Family</th>
<th>Three Family</th>
<th>Multiple Family (four or more)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Initial Phase</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>At completion of all phases</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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: 960,000 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:

________________________________________________________

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:

_________________________________________________________________________________________________________

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

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. d. Will the proposed action generate liquid wastes?  ☐ Yes ☑ No
   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?
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
   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?
   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?
   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 ½ 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?
   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): ____________________________
   ii. If mix of uses, generally describe:
   Vacant land, transportation/utility and parking.

b. Land uses and covertypes on the project site.

<table>
<thead>
<tr>
<th>Land use or Covertype</th>
<th>Current Acreage</th>
<th>Acreage After Project Completion</th>
<th>Change (Acres +/-)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Roads, buildings, and other paved or impervious surfaces</td>
<td>0.918</td>
<td>0.918</td>
<td>0</td>
</tr>
<tr>
<td>Forested</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Meadows, grasslands or brushlands (non-agricultural, including abandoned agricultural)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Agricultural (includes active orchards, field, greenhouse etc.)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Surface water features (lakes, ponds, streams, rivers, etc.)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wetlands (freshwater or tidal)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Non-vegetated (bare rock, earth or fill)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Describe: ____________________________</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
c. Is the project site presently used by members of the community for public recreation? 
   i. If Yes: explain: __________________________________________________________________________________________

   □ Yes □ No

---

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?

   If Yes, 
   i. Identify Facilities: __________________________________________________________________________________________

   □ Yes □ No

---

e. Does the project site contain an existing dam? 

   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:
        _________________________________________________________________________________________________________
        _________________________________________________________________________________________________________

   □ Yes □ No

---

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?

   If Yes: 
   i. Has the facility been formally closed? 
      - 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:
        _________________________________________________________________________________________________________
        _________________________________________________________________________________________________________

   □ Yes □ No

---

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?

   If Yes: 
   i. Describe waste(s) handled and waste management activities, including approximate time when activities occurred:
        _________________________________________________________________________________________________________
        _________________________________________________________________________________________________________

   □ Yes □ No

---

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?

   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 – 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? 

        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

   □ Yes □ No
v. Is the project site subject to an institutional control limiting property uses?  
   - 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: __________________% of site  
   - 5% or greater: __________________% of site

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  

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

i. 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 __________________  

j. Are any of the above water bodies listed in the most recent compilation of NYS water quality-impaired waterbodies?  
   - Yes ☑ No ☐  

k. Is the project site in a designated Floodway?  
   - Yes ☑ No ☐  

l. Is the project site in the 100 year Floodplain?  
   - Yes ☑ No ☐  

m. Is the project site in the 500 year Floodplain?  
   - Yes ☑ No ☐  

n. Is the project site located over, or immediately adjoining, a primary, principal or sole source aquifer?  
   - Yes ☑ No ☐  
   - 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?
   □ Yes ☑ No
   If Yes:
   i. Nature of historic/archaeological resource: □ Archaeological Site □ Historic Building or District
   ii. Name: ________________________________
   iii. 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?
   □ Yes ☑ No

h. Is the project site within five miles of any officially designated and publicly accessible federal, state, or local scenic or aesthetic resource?
   □ Yes ☑ No
   If Yes:
   i. Identify resource:
   ii. Nature of, or basis for, designation (e.g., established highway overlook, state or local park, state historic trail or scenic byway, etc.):
   iii. 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?
   □ Yes ☑ No
   If Yes:
   i. Identify the name of the river and its designation:
   ii. Is the activity consistent with development restrictions contained in 6 NYCRR Part 666?
       □ Yes ☑ 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 Closs, One Hudson Yards Owner LLC
Date: November 18, 2013

Signature: ____________________________
Title: President