

## NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York General Municipal Law will be held by the Wayne County Industrial Development Agency (the “Agency”) on Thursday, June 7, 2018 at 9:30 a.m. local time, in the Town of Ontario Town Hall, 1850 Ridge Road, Ontario, New York, 14519, in connection with the following matter:

The Agency previously undertook a certain project (the “2011 Project”) for the benefit of Maxpro, LLC (the “Company”) and Optimax Systems, Inc. (the “Operator”) consisting of: (i) the acquisition or retention by the Agency of an interest in an approximately 3.4 acre parcel of land located at 6367 Dean Parkway in the Town of Ontario, Wayne County (the “2011 Land”, being more particularly described as TMID No. 61117-00-187799) and the existing approximately 35,000 square foot manufacturing facility located thereon (the “2011 Existing Improvements”); (ii) the acquisition by the Agency of an approximately 4.12 acre parcel of land located adjacent to the 2011 Land on Dean Parkway in the Town of Ontario, County of Wayne (the “2011 Facility Land”, being more particularly described as a portion of TMID No. 61117-00-112760, such 2011 Facility Land having been merged with the 2011 Land); (iii) the construction on the Land and 2011 Facility Land of an approximately 20,000 square foot addition to the 2011 Existing Improvements (the “2011 Improvements”) by the Company for lease to the Operator to expand the Operator’s existing precision optical component manufacturing operations; (iv) the acquisition of and installation in and around the 2011 Existing Improvements and 2011 Improvements by the Company and Operator of machinery, equipment, furniture, fixtures and other items of tangible personal property (the “2011 Equipment” and, collectively with, the 2011 Land, 2011 Facility Land, 2011 Existing Improvements, and 2011 Improvements, the “2011 Facility”); and (v) through a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), lease the Facility back to the Company (the “2011 Straight Lease Transaction”).

In furtherance of the 2011 Straight Lease Transaction, the Agency, Company and Operator entered into (i) an Agent Agreement, (ii) a Lease Agreement, (iii) a Leaseback Agreement, (iv) a PILOT Agreement, and (iv) related documents (collectively, the “2011 Agency Documents”), whereby the Agency appointed the Company and Operator to undertake the 2011 Project and provided the Company and Operator with certain forms of financial assistance (the “2011 Financial Assistance”).

The Company and Operator have submitted an application to the Agency requesting the Agency’s assistance with a certain project (the “Project”) consisting of (i) the retention by the Agency of a leasehold interest in the 2011 Facility Land and 2011 Land containing the 2011 Existing Improvements and 2011 Improvements along with the acquisition by the Agency of leasehold interest in an approximately 1.0 acre parcel of land located at 6359 Dean Parkway, Ontario, New York (being identified as TMID No. 61117-00-191770, and together with the 2011 Facility Land and 2011 Land, hereinafter, the “Land”, as may be merged and comprising a total of approximately 8.5 acres of real property), along with the approximately 13,000 square feet of building improvements located thereon (and together with the 2011 Existing Improvements and 2011 Improvements, hereinafter, the “Existing Improvements”, all being comprised of approximately 68,000 square feet of existing building space and related exterior improvements);

(ii) the planning, design, construction and reconstruction of improvements to the Existing Improvements, including an approximately 47,000 square foot addition to the 2011 Existing Improvements and 2011 Improvements for an aggregate total of approximately 115,000 square feet of building space to be owned by the Company and leased to the Operator for expanded precision optical component manufacturing operations, along with related utility and site improvements, parking lots, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater retention improvements (collectively, the “Improvements”); (iii) the acquisition of and installation in and around the Land and Improvements by the Company and Operator of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment” and, collectively with, the Land and the Improvements, the “Facility”); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the “Straight Lease Transaction”), such Straight Lease Transaction to be undertaken by the Agency, Company and Operator primarily through an Agent and Project and Financial Assistance Agreement (the “Agent Agreement”) and the amendment of the 2011 Agency Documents.

The Agency will acquire a leasehold interest in the Facility and lease the Facility back to the Company. The Company will operate the Facility during the term of the lease. At the end of the lease term, the leasehold interest will be terminated. The Agency contemplates that it will provide financial assistance (the “Financial Assistance”) to the Company in the form of (i) an exemption from all State and local sales and use taxes with respect to qualifying personal property included in or incorporated into the Facility or used in the construction and equipping of the Facility; (ii) mortgage recording tax exemptions for financings undertaken in connection with the Project; and (iii) a partial real property tax abatement through a payment-in-lieu-of-tax agreement (the “PILOT Agreement”), pursuant to which the Company would make payments in lieu of real property taxes to the Agency for the benefit of each affected tax jurisdiction.

A representative of the Agency will be at the above-stated time and place to present a copy of the Company’s project Application (including a cost-benefit analysis) and hear and accept written and oral comments from all persons with views in favor of or opposed to or otherwise relevant to the proposed Financial Assistance.

Dated: May 4, 2018

WAYNE COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY