SUPPLEMENTAL AUTHORIZING RESOLUTION
(Eastdale Village 2018 Project)

At a regular meeting of the Dutchess County Industrial Development Agency (the "Agency") convened in public session on October 14, 2026 at 8:00 a.m., local time at Three Neptune Road, Poughkeepsie, New York, the following members of the Agency were:

PRESENT: Mark Doyle, Chairman
Ronald J. Piccone, II, Vice Chairman/Treasurer
Thomas J. LeCount, Secretary
Brian C. Berryann
Kristofer Munn

ABSENT:

ALSO PRESENT: Robin Mack, Executive Director
Jane Denbaum, Chief Financial Officer
Donald Cappillino, Counsel
Elizabeth A. Cappillino, Counsel

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to a certain industrial development facility (Eastdale Village 2018 Project) as more particularly described below:

SUPPLEMENTAL RESOLUTION OF THE DUTCHESS COUNTY INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE EXTENSION OF THE COMPLETION DATE IN CONNECTION WITH A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY FOR MHTC DEVELOPMENT, LLC (EASTDALE VILLAGE 2018 PROJECT), AND APPROVING THE EXECUTION OF RELATED DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 335 of the Laws of 1977 of the State of New York (collectively, the "**Act**"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Agency previously provided its assistance to MHTC DEVELOPMENT, LLC, a limited liability company duly organized and validly existing under the laws of the State of Delaware and authorized to transact business in the State of New York, having offices at 45 Eastdale Avenue N., Suite 200, Poughkeepsie, New York 12603 (the "**Master Company**"), in connection with a project (the "**Master Project**") consisting of the construction, improvement, reconstruction, repair, renovation, installation, furnishing and equipping of a certain mixed-use commercial facility in multiple phases (which may include sub-phases), known as "Eastdale Village Town Center," located in the Town of Poughkeepsie, County of Dutchess, State

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of New York (as the same has been amended, expanded and supplemented from time to time, the "**Master Facility**"); and

WHEREAS, the Master Project was approved by resolution duly adopted by the Agency on August 7, 2018 (the "**Master Authorizing Resolution**"), as supplemented and amended by subsequent resolutions of the Agency approving additional phases of and amendments to the Master Project (collectively with the Master Authorizing Resolution, the "**Authorizing Resolutions**"); and

WHEREAS, the Master Company and the Agency previously entered into a Master Company Lease Agreement, dated as of August 1, 2018 (the "**Master Company Lease**"), as amended from time to time, with respect to the Master Facility; and

WHEREAS, the Agency and the Master Company previously entered into a Master Lease and Project Agreement, dated as of August 1, 2018 (the "**Master Lease**"), as amended from time to time, whereby the Agency Leased the Master Facility to the Master Company; and

WHEREAS, the Completion Date (as defined in the Master Lease) for the Master Project, as most recently extended, is December 31, 2026; and

WHEREAS, the Master Company has represented to the Agency that Eastdale Village Town Center is nearly substantially complete, but that a small number of additional phases remain which the Master Company desires to pursue as an enhancement to existing occupants, and that the timing of completing the additional phases is currently beyond the Master Company's control; and

WHEREAS, by letter dated August 4, 2026, the Master Company submitted a request to the Agency to extend the Completion Date under the Master Lease from December 31, 2026 to December 31, 2029; and

WHEREAS, on September 18, 2026, the Master Company submitted its letter application and formal request to the Agency reaffirming its request for such extension, together with its depiction of Eastdale Village Town Center from its inception to its current condition, including an overview of the areas of the Master Facility not yet completed; and

WHEREAS, the Master Company has represented that no additional financial assistance is anticipated or requested, and that the Master Company is requesting only an extension of the Completion Date; and

WHEREAS, in connection therewith, the Master Company and the Agency intend to amend the Master Lease pursuant to the terms of an Extension Agreement dated as of October 1, 2026, or such other date as may be determined (the "**Extension Agreement**"), to extend the Completion Date from December 31, 2026 to December 31, 2029.

NOW, THEREFORE, BE IT RESOLVED, by the Agency (a majority of the members thereof affirmatively concurring) as follows:

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Section 1. The Board of Directors of the Agency hereby approves the extension of the Completion Date to no later than December 31, 2029.

Section 2. The Agency otherwise hereby reaffirms and readopts all the findings and determinations in the Authorizing Resolutions.

Section 3. In consequence of the foregoing, the Agency hereby determines to: (i) execute and deliver the Extension Agreement, in such form and containing such terms, conditions and provisions as the person executing the same on behalf of the Agency shall approve, such approval to be conclusively evidenced by his or her execution and delivery thereof, and (ii) execute, deliver and perform such other related documents to which the Agency is a party, as may be necessary or appropriate.

Section 4. The Chairman, Vice Chairman, any member of the Agency or the Executive Director are hereby authorized, on behalf of the Agency, to execute and deliver the Extension Agreement in such form as the Chairman, Vice Chairman, any member of the Agency or the Executive Director shall approve, and such other related documents as may be, in the judgment of the Executive Director and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution. The execution thereof by the Chairman, Vice Chairman, any member of the Agency or the Executive Director of the Agency shall constitute conclusive evidence of such approval.

Section 5. This resolution shall take effect immediately.

This resolution was duly moved by Ronald J. Piccone, II, seconded by Brian C. Berryann, discussed and adopted with the following members voting:

Mark Doyle, Chairman	VOTING	"Aye"
Ronald J. Piccone, II, Vice Chairman/Treasurer	VOTING	"Aye"
Thomas J. LeCount, Secretary	VOTING	"Aye"
Brian C. Berryann	VOTING	"Aye"
Kristofer Munn	VOTING	"Aye"

The Resolution was thereupon declared duly adopted.

Adopted: October 14, 2026

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STATE OF NEW YORK)
) ss.:
COUNTY OF DUTCHESS)

I, the undersigned Secretary of the Dutchess County Industrial Development Agency, **DO HEREBY CERTIFY**:

That I have compared the annexed extract of minutes of the meeting of the Dutchess County Industrial Development Agency (the "Agency"), including the resolution contained therein, held on October 14, 2026, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of and original insofar as the same related to the subject matters herein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and that public notice of the time and place of said meeting was only given in accordance with such Article 7.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 14th day of October, 2026.

Thomas J. LeCount, Secretary

[SEAL]

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