



PROJECT MODIFICATION REQUEST

If you have any questions or need assistance, please call 585.753.2000.

Applicant: Li-Cycle North America Hub, Inc.
Project Address: 50 and 205 McLaughlin Rd, Rochester, NY 14615
Contact Name: Chris Biederman
Contact Company: Li-Cycle Holdings Corp.
Contact Address: 207 Queens Quay W Suite 590, Toronto, ON M5J 1A7
Contact Email: chris.biederman@li-cycle.com Contact Phone: (437) 900-7854

Employment in Monroe County: 277 0 0
Full Time Part Time As of Date

Modification Requested: Check all that apply. (Attach additional page if necessary). Legal fees apply.

A substantial change in project costs or scope may require a new application.

☐ **Increase in Project Costs:** Must complete page 2. (If there is a significant change in Project Scope, an application will be required.)

Assistance Requested: Check all that apply.

☐ Property Tax Abatement

☒ Mortgage Tax Exemption

☐ Sales Tax Exemption

Project Cost Information: \$ 533,518,721 \$ \$ 0
Original Project Cost Increase in Project Costs New Project Costs

☐ **Extend or Renew Sales Tax Exemption:** (If exemption date has expired, a \$350 fee applies.)

Current Expiration Date

Requested Expiration Date

\$
Amount of Exemptions Taken to Date

Reason for Extension:

☐ **New Tenant:** Include name, business description, and square feet to be occupied.

Applicant hereby represents that (i) it is not in default under any documents executed in connection with the Project being modified; (ii) Applicant will pay all applicable fees of the Agency and its counsel in connection with the modification of the Project.

Signed: Christopher J. Biederman Date: 07/28/2022

Print Name and Title: Chris Biederman, Chief Technology Officer

Staff Use Only:

Date Received 8/3/22 Date of Original Approval: 12/2/21 1/18/22 New Code 2602 21067B 2/20

Project Modification Request - Page 2**Required when requesting an Increase in Project Costs**

A. Applicant Project Costs	Original/Current Approval	Requested Increase Modification	Revised Approval Requested
Building Construction or Renovation			
a. Materials	\$ 84,600,000	\$ _____	\$ 84,600,000
b. Labor	\$ 56,350,000	\$ _____	\$ 56,350,000
Site Work			
c. Materials	\$ 50,000,000	\$ _____	\$ 50,000,000
d. Labor	\$ 35,000,000	\$ _____	\$ 35,000,000
e. Non-Manufacturing Equipment	\$ 15,000,000	\$ _____	\$ 15,000,000
f. Furniture & Fixtures	\$ 3,500,000	\$ _____	\$ 3,500,000
g. Land and/or Building Purchase	\$ _____	\$ _____	\$ 0
h. Manufacturing Equipment	\$ 153,572,000	\$ _____	\$ 153,572,000
i. Soft Costs (Legal, Architect, Engineer)	\$ 73,577,182	\$ _____	\$ 73,577,182
Other Costs (specify)			
j. Utility Bridge	\$ 9,000,000	\$ _____	\$ 9,000,000
k. Contingency	\$ 41,800,000	\$ _____	\$ 41,800,000
l. Miscellaneous	\$ 11,119,539	\$ _____	\$ 11,119,539
m. _____	\$ _____	\$ _____	\$ 0
Total Project Costs	\$ 533,518,721	\$ 0	\$ 533,518,721
Sources of Funds for Project Costs			
a. Tax Exempt Industrial Revenue Bond	\$ _____	\$ _____	\$ 0
b. Taxable Industrial Revenue Bond	\$ _____	\$ _____	\$ 0
c. Tax Exempt Civic Facility Bond	\$ _____	\$ _____	\$ 0
d. Bank Financing (subject to recording tax)	\$ 55,000,000 (non-ba)	\$ 70,000,000	\$ 70,000,000
e. Public Sources	\$ _____	\$ _____	\$ 0
f. Equity	\$ 478,518,721	\$ 463,518,721	\$ 463,518,721
Total Sources	\$ 533,518,721	\$ 533,518,721	\$ 533,518,721

B. Reason for Increase:

Li-Cycle originally intended to use private financing in the amount of \$55,000,000. However, Li-Cycle now intends to use bank financing in the amount of \$70,000,000. Accordingly, the Company requests a mortgage recording tax exemption of \$525,000.

C. Amount of Sale Tax Exemptions Taken to Date: \$ _____

Monroe County Industrial Development Agency

MRB Cost Benefit Calculator

Date August 16, 2022
Project Title Li-Cycle North America Hub, Inc.
Project Location Town of Greece



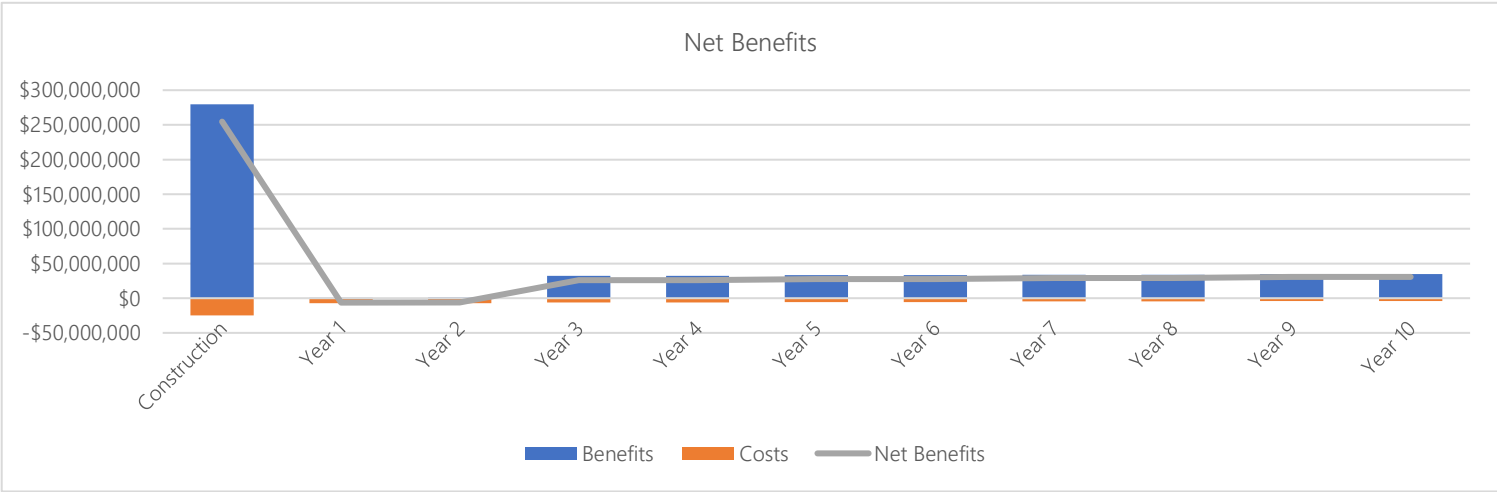
Economic Impacts

Summary of Economic Impacts over the Life of the PILOT
Project Total Investment
\$533,518,721

Temporary (Construction)			
	Direct	Indirect	Total
Jobs	1780	1470	3250
Earnings	\$178,672,672	\$85,493,764	\$264,166,436
Local Spend	\$426,814,977	\$254,024,173	\$680,839,150

Ongoing (Operations)			
Aggregate over life of the PILOT			
	Direct	Indirect	Total
Jobs	277	108	385
Earnings	\$299,432,736	\$79,766,826	\$379,199,562

Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

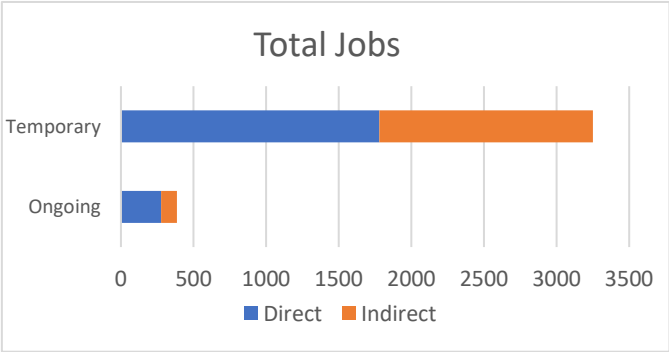
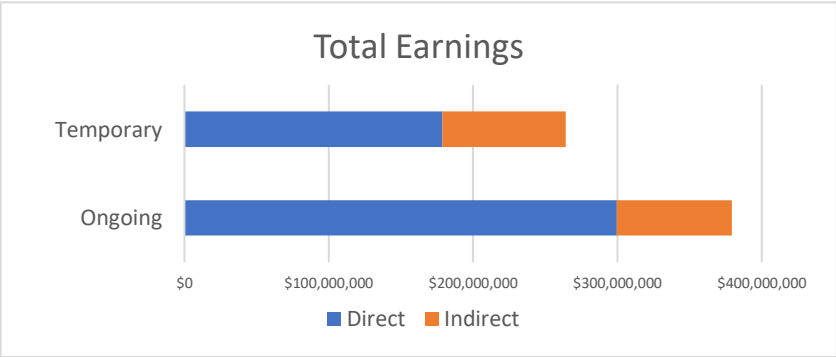


Figure 3



Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$66,641,400	\$59,134,734
Sales Tax Exemption	\$24,533,760	\$24,533,760
Local Sales Tax Exemption	\$12,266,880	\$12,266,880
State Sales Tax Exemption	\$12,266,880	\$12,266,880
Mortgage Recording Tax Exemption	\$525,000	\$525,000
Local Mortgage Recording Tax Exemption	\$175,000	\$175,000
State Mortgage Recording Tax Exemption	\$350,000	\$350,000
Total Costs	\$91,700,160	\$84,193,494

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$698,721,359	\$627,964,255
To Private Individuals	\$643,365,997	\$582,375,620
Temporary Payroll	\$264,166,436	\$264,166,436
Ongoing Payroll	\$379,199,562	\$318,209,184
Other Payments to Private Individuals	\$0	\$0
To the Public	\$55,355,362	\$45,588,635
Increase in Property Tax Revenue	\$50,851,800	\$41,512,006
Temporary Jobs - Sales Tax Revenue	\$1,849,165	\$1,849,165
Ongoing Jobs - Sales Tax Revenue	\$2,654,397	\$2,227,464
Other Local Municipal Revenue	\$0	\$0
State Benefits	\$33,455,032	\$30,283,532
To the Public	\$33,455,032	\$30,283,532
Temporary Income Tax Revenue	\$11,887,490	\$11,887,490
Ongoing Income Tax Revenue	\$17,063,980	\$14,319,413
Temporary Jobs - Sales Tax Revenue	\$1,849,165	\$1,849,165
Ongoing Jobs - Sales Tax Revenue	\$2,654,397	\$2,227,464
Total Benefits to State & Region	\$732,176,391	\$658,247,787

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$627,964,255	\$71,576,614	9:1
State	\$30,283,532	\$12,616,880	2:1
Grand Total	\$658,247,787	\$84,193,494	8:1

*Discounted at 2%

Additional Comments from IDA

0

Does the IDA believe that the project can be accomplished in a timely fashion?

Yes

Motion By: R. King
Seconded By: A. Bwrr

RESOLUTION

(Li-Cycle North America Hub, Inc. Project Modification)

OSC Code: 2602-21-067C

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Ebenezer Watts Center, 47 S. Fitzhugh St., Rochester, New York 14614, on August 16, 2022 at 12:00 p.m.

After the meeting had been duly called to order, the Chair announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to a certain Project more particularly described below.

RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON AUGUST 11, 2022, WITH RESPECT TO A CERTAIN PROJECT (AS DEFINED BELOW) BEING UNDERTAKEN BY LI-CYCLE NORTH AMERICA HUB, INC., OR A RELATED ENTITY FORMED OR TO BE FORMED (THE "COMPANY"); (ii) AUTHORIZING ADDITIONAL FINANCIAL ASSISTANCE TO THE COMPANY IN AMOUNTS EXCEEDING THE AMOUNTS APPROVED BY THE AGENCY IN ITS RESOLUTION ADOPTED ON JANUARY 18, 2022; AND (ii) AUTHORIZING THE EXECUTION OF RELATED DOCUMENTS.

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 55 of the Laws of 1972 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, by Resolutions duly adopted on December 21, 2021 and January 18, 2022, the Agency appointed **LI-CYCLE NORTH AMERICA HUB, INC.**, a Delaware corporation, for itself or an entity formed or to be formed (collectively, the "Company"), the true and lawful agent of the Agency to undertake a certain project (the "Project") consisting of: (A) the acquisition of a leasehold interest in an approximately 41.06-acre portion of the parcels of land located at 50 and 205 McLaughlin Road in the Town of Greece, New York 14606 (the "Land"); (B) the construction on the Land of a hydrometallurgical manufacturing plant (the "Improvements"); and (C) the acquisition and installation therein, thereon or thereabout of certain machinery, equipment and related personal property including (collectively, the "Equipment" and, together with the Land and the Improvements, the "Facility") for use by the Company in its business of processing black mass concentrate, an intermediate product generated from the recycling of lithium-ion batteries; and

WHEREAS, on Friday, December 17, 2021, the Agency held a public hearing, in compliance with Article 18-A of the Act, concerning the Project. At that time, the Company had requested the sales and use tax exemption. The Agency approved the sales and use tax exemption

at its meeting on December 21, 2021. Subsequently, on Thursday, January 13, 2022, the Agency held a public hearing, in compliance with the Act, concerning the Project because the Company had requested an increase in the sales and use tax exemption and a partial real property tax abatement. The Agency approved the increase in the sales and use tax exemptions and the partial real property tax abatement at its meeting on January 18, 2022; and

WHEREAS, the Company has requested the Agency grant additional financial assistance with respect to the Project in the form of a partial mortgage recording tax exemption on a mortgage in the amount of \$70,000,000 which would result in mortgage recording tax savings through the Agency of \$525,000; and

WHEREAS, pursuant to Section 859-a of the Act, on Thursday, August 11, 2022, at 10:00 a.m., local time, in Community Room B at the Greece Town Hall, One Vince Tofany Boulevard, Greece, New York 14612, the Agency held a public hearing with respect to the Project and the proposed Financial Assistance being contemplated by the Agency, whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; and

WHEREAS, the Agency desires to adopt a resolution authorizing (i) the additional benefit of a partial mortgage recording tax exemption and (ii) the execution and delivery of any documents necessary and incidental thereto.

NOW, THEREFORE, BE IT RESOLVED by the County of Monroe Industrial Development Agency as follows:

Section 1. Based upon the representation and warranties made by the Company in its request, the Agency hereby authorizes and approves a mortgage in the amount of **\$70,000,000**, which results in mortgage recording tax savings through the Agency of **\$525,000**.

Section 2. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any agreements, documents or certificates necessary and incidental to providing the Company with a partial mortgage recording tax exemption.

Section 3. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of such Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. In consequence of the foregoing, the officers, employees and agents of the Agency are further authorized and directed for and in the name and on behalf of the Agency to execute and deliver any future mortgage, security agreement and such other collateral instruments as may be required by the Company's lender for the purpose of subjecting the

Agency's interest in the Facility (except its Unassigned Rights, as defined in the Leaseback Agreement) to the lien of a mortgage and for no other purpose.

Section 5. This resolution shall take effect immediately.

[Remainder of Page Intentionally Left Blank]

The question of the adoption of the foregoing Resolution was duly put to vote on roll call, which resulted as follows:

	<u><i>Yea</i></u>	<u><i>Nay</i></u>	<u><i>Absent</i></u>	<u><i>Abstain</i></u>
Jay Popli		✓		
Troy Milne		✓		
Lisa Bolzner	✓			
Joseph Alloco	✓			
Rhett King	✓			
Ann L. Burr	✓			

The Resolutions were thereupon duly adopted.

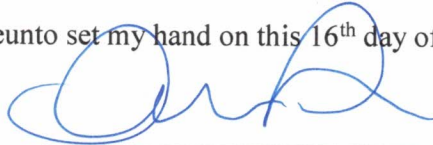
STATE OF NEW YORK)
COUNTY OF MONROE) ss.:

I, the undersigned Executive Director of the County of Monroe Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the County of Monroe Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on August 16, 2022, 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 resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with Sections 103 and 104 of the New York Public Officers Law (Open Meetings Law) that all members of the Agency had due notice of the meeting and that the meeting was in all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand on this 16th day of August, 2022.



Executive Director

VI. Value of Incentives

Project name:

Li-Cycle North America Hub Inc.

A. IDA PILOT Benefits:

Current Assessment	2,600,000	Current Taxes	\$100,620
Dollar Value of New Construction & Renovation Costs	205,000,000		
Estimated New Assessed Value Subject to IDA	207,600,000		

County Tax rate/\$1,000	7.96
Local Tax Rate* Tax Rate/\$1,000	6.16
School Tax Rate /\$1,000	24.58
Total Tax Rate	38.70

PILOT Year	% Abatement	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT Amount	Full Tax Payment w/o PILOT	Net Exemption
1	90%	163,180	126,280	503,890	793,350	7,933,500	7,140,150
2	90%	163,180	126,280	503,890	793,350	7,933,500	7,140,150
3	80%	326,360	252,560	1,007,780	1,586,700	7,933,500	6,346,800
4	80%	326,360	252,560	1,007,780	1,586,700	7,933,500	6,346,800
5	70%	489,540	378,840	1,511,670	2,380,050	7,933,500	5,553,450
6	70%	489,540	378,840	1,511,670	2,380,050	7,933,500	5,553,450
7	60%	652,720	505,120	2,015,560	3,173,400	7,933,500	4,760,100
8	60%	652,720	505,120	2,015,560	3,173,400	7,933,500	4,760,100
9	50%	815,900	631,400	2,519,450	3,966,750	7,933,500	3,966,750
10	50%	815,900	631,400	2,519,450	3,966,750	7,933,500	3,966,750
11	40%	979,080	757,680	3,023,340	4,760,100	7,933,500	3,173,400
12	40%	979,080	757,680	3,023,340	4,760,100	7,933,500	3,173,400
13	30%	1,142,260	883,960	3,527,230	5,553,450	7,933,500	2,380,050
14	20%	1,305,440	1,010,240	4,031,120	6,346,800	7,933,500	1,586,700
15	10%	1,468,620	1,136,520	4,535,010	7,140,150	7,933,500	793,350
Total		10,769,880	8,334,480	33,256,740	52,361,100	119,002,500	66,641,400

* Local Tax Rate for Town/City/Village

B. Sales Tax Exemption Benefit:

Estimated value of Sales Tax exemption:	24,533,760
Estimated duration of Sales Tax exemption:	12/31/2023

C. Mortgage Recording Tax Exemption Benefit:

Estimated Value of Mortgage Recording Tax exemption:	\$525,000
--	-----------

D. Industrial Revenue Bond Benefit

IRB inducement amount, if required:	\$0
-------------------------------------	-----

E. Percentage of Project Costs financed from Public Sector sources:

Total Value of Incentives:	\$91,700,160.00	17.19%
Sources of Funds (Section IV.B.)	\$533,518,721.00	

** All estimates are based on current tax rates.