APPLICATION FOR ASSUMPTION

Each applicant seeking assumption of an existing Project must complete this form and provide additional information if requested. A non-refundable application fee of $350 must be included with this application. Make check payable to COMIDA. If assumption is approved, assumption will require preparation of legal documentation and a fee of $2,000 plus legal costs.

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law, except for information that is considered deniable by the Freedom of Information Law. This form is available online at www.monroecountyida.org.

I. PROJECT

a. Address
   7484 4th Section Rd
   Sweden, NY 14420
   082.02-1-13 and 082.02-1-15

b. Current Project Owner
   Wolf Solar LLC (Saturn Power Corp)

c. Does Applicant contemplate any changes in use or tenancy of the project? YES [ ] NO [X]
   If YES, provide information on additional pages.

II. APPLICANT

a. Name
   CVE North America, Inc.
   109 West 27th St, Floor 8
   New York, NY 10001
   35-2573154

   Contact Name
   Carson Weinand

   Title
   Senior Business Developer

   Telephone #
   239-784-8080

   Email
   carson.weinand@cvegroup.com

b. Owners of 20% or more Applicant Company
   CVE, a company incorporated under the laws
   of France, having its registered office at 5
   place de la Joliette 13002 Marseille, registered
   with the Trade & Companies Register of Marseille

Do any of these owners currently own property within Monroe County New York? YES [ ] NO [ ]

III. APPLICANT Legal Counsel

Name
   Joshua Sabo

Firm
   Couch White, LLP

Address
   540 Broadway, 7th Floor
   Albany, NY 12207

Telephone #
   518-320-3443

Email
   jsabo@couchwhite.com

IV. CERTIFICATION

Current Project Owner represents that (i) it is not in default under any documents executed in connection with the Project being assigned; (ii) Assignor must agree to assume the Project Owner's rights, interest, duties, obligations and liability set forth in any documents executed in connection with the Project being assigned; and (iii) Assignee will pay all fees of the Agency and its counsel in connection with the assignment of said Project.

Signed:

Current Project Owner:

Douglas Wagner President 6/20/2;

Name, Title

Assignee:

Thibuat Delespaul General Manage 6/20/2;

Name, Title

1150 CityPlace _ 50 West Main Street _ Rochester, New York 14614
RESOLUTION
(Assignment of Wolf Solar LLC Project to CVE North America, Inc.)
OSC Code 2602-22-022A

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 July 19, 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") AUTHORIZING THE ASSIGNMENT BY WOLF SOLAR LLC OF CERTAIN FINANCIAL ASSISTANCE (EACH AS DEFINED BELOW) IN CONNECTION WITH A CERTAIN PROJECT LOCATED ON FOURTH SECTION ROAD IN THE TOWN OF SWEDEN, NEW YORK TO CVE NORTH AMERICA, INC., OR A RELATED ENTITY FORMED OR TO BE FORMED; AND 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 resolution duly adopted on January 18, 2022 (the "Resolution"), the Agency appointed WOLF SOLAR LLC, a New York limited liability company ("Assignor"), 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 43-acre portion of an approximately 96-acre parcel of land located on Fourth Section Road in the Town of Sweden, New York 14420 (the "Land"); (B) the construction on the Land of an single axis tracker system with a maximum size of 3.6 megawatt alternating current (the "Improvements"); and (C) the acquisition and installation therein, thereon or thereabout of certain machinery, equipment and related personal property (the "Equipment" and, together with the Land and the Improvements, the "Facility"); and

WHEREAS, pursuant to the Resolution, the Agency approved the provision of financial assistance (the "Financial Assistance") to Assignor in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, construction and equipping of the Facility, and (b) a partial mortgage recording tax exemption for financing relating to the Project; and
WHEREAS, by Application for Assumption, dated June 20, 2022, Assignor has requested the Agency's approval of the assignment of the Financial Assistance to CVE North America, Inc., or a related entity formed or to be formed (collectively, the "Company"); and

WHEREAS, Assignor and the Company represent that the sale of its assets to the Company will not in any way change the proposed use of the Facility and that the proposed Facility will continue to constitute a "project" as such quoted term is defined in the Act; and

WHEREAS, the Agency now desires to adopt a resolution: (i) approving the assignment of the Financial Assistance to the Company and (ii) approving the execution of any and all documents necessary to effectuate the assignment of the Financial Assistance.

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

Section 1. The Agency hereby consents to the assignment of the Financial Assistance from Assignor to the Company.

Section 2. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver any and all documents necessary to effectuate the above-described assignments and continuation of the Financial Assistance and the Documents with respect to the Facility.

Section 3. This resolution shall take effect immediately.

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

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The Resolutions were thereupon duly adopted.

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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 July 19, 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 19th day of July, 2022.  

______________________________  
Ana J. Liss, Executive Director