

AMENDMENT NO. 2 TO SOLAR FACILITIES OPTION TO LEASE AND LEASE AGREEMENT

This Amendment No. 2 to Solar Facilities Option to Lease and Lease Agreement (this "***Amendment No. 2***") is made and entered into effective as of June 7, 2023 (the "***Second Amendment Effective Date***") by and between Village of Croton-on-Hudson, NY ("***Landlord***") and SCS Van Wyck 012823 Croton on Hudson, LLC, a Delaware limited liability company ("***Tenant***").

RECITALS

WHEREAS, Landlord and Tenant entered into that certain Solar Facilities Option to Lease and Lease Agreement, dated as of March 3, 2021, as amended by that certain Amendment No. 1, dated as of September 13, 2021 (as may be further amended, restated, supplemented or otherwise modified, the "***Agreement***");

WHEREAS, Landlord and Tenant wish to amend the Agreement, as set forth in this Amendment No. 2.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Landlord and Tenant agrees as follows:

1. **Definitions.** Capitalized terms used but not defined in this Amendment No. 2 have the meanings set forth in the Agreement.
2. **Amendments.**
 - 2.1. Exhibit C (Description of System) to the Agreement is hereby amended by adding the following sentences to the end of Paragraph 1:

The solar system shall also include a stormwater management system as further detailed in the document package dated May 30, 2023 (attached hereto as Exhibit C-1). The stormwater management system will be installed by Tenant or its contractors and become a part of the System. The full cost of the stormwater management system construction shall be \$1,070,280 and shall be payable by Landlord to Tenant in two payments: 50% upon execution of the Amendment No. 2 to Solar Facilities Option to Lease and Lease Agreement between Landlord and Tenant and 50% upon completion of the installation as confirmed and approved by the Landlord's engineer.
 - 2.2. Exhibit C-1 attached hereto is hereby added as Exhibit C-1 to the Agreement immediately following Exhibit C (Description of System) to the Agreement.
3. **Full Force and Effect.** Except as expressly set forth in this Amendment No. 2, all other provisions of the Agreement remain unchanged and in full force and effect, and Landlord and Tenant hereby ratify and confirm the Agreement as modified hereby.
4. **Successors and Assigns.** This Amendment No. 2 shall inure to the benefit of and be binding upon Landlord and Tenant and each of their respective successors and assigns.
5. **Governing Law; Forum.** This Amendment No. 2 shall be governed by and shall be construed, enforced and performed in accordance with the laws of the State of New York without regard to

principles of conflicts of law. Actions brought hereunder shall be brought in the State of New York.


6. **Entire Agreement.** The Agreement, as amended hereby, constitutes the entire agreement of Landlord and Tenant with respect to the subject matter hereof, and supersedes the terms of any previous agreements or understandings, oral or written.
7. **Counterparts and Signatures.** This Amendment No. 2 may be executed in any number of counterparts, all of which shall constitute one and the same agreement, and any party hereto may execute this Amendment No. 2 by signing and delivering one or more counterparts. Delivery of an executed counterpart of this Amendment No. 2 electronically or by facsimile shall be effective as delivery of an original executed counterpart of this Amendment No. 2.

[Signatures pages follow.]

IN WITNESS WHEREOF, Landlord and Tenant have executed this Amendment No. 2 effective as of the Second Amendment Effective Date.

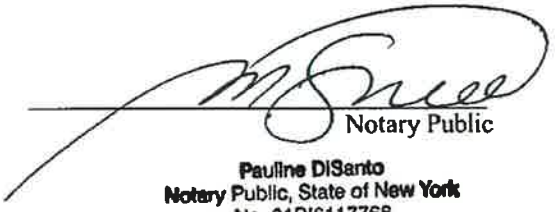
LANDLORD

Village of Croton-on-Hudson, NY

By: 
Name: Bryan Healy
Title: Village Manager

STATE OF New York
COUNTY OF Westchester

The foregoing instrument was acknowledged before me this 6th day of JUNE, 2023,
by BRYAN T. Healy.


Notary Public

Pauline DiSanto
Notary Public, State of New York
No. 01D16117768
Qualified in Westchester County
Commission Expires November 1, 2023

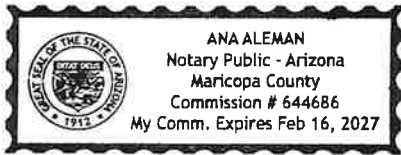
TENANT

SCS Van Wyck 012823 Croton on the Hudson, LLC

By: Anand N
Name: ANAND NARAYANAN
Title: AUTHORIZED SIGNATORY

STATE OF Arizona
COUNTY OF Maricopa

The foregoing instrument was acknowledged before me this 7th day of June,
2023, by Anand Narayanan



Ana M Aleman
Notary Public