



**NASSAU COUNTY INDUSTRIAL
DEVELOPMENT AGENCY**

APPLICATION FOR FINANCIAL ASSISTANCE

APPLICATION OF:

Agilant Solutions, Inc. f/k/a ASI System Integration, Inc.

APPLICANT NAME

Please respond to all questions in this Application for Financial Assistance (the "Application") by, as appropriate:

- filling in blanks;
- checking the applicable term(s);
- attaching additional text (with notation in Application such as "see Schedule H, Item # 1", etc.); or
- writing "N.A.", signifying "not applicable".

All attachments responsive to questions found in this Application should be clearly labeled and attached as Schedule I to the Application. If an estimate is given, enter "EST" after the figure. One signed original and one photocopy of the Application (including all attachments) must be submitted.

The following amounts are payable to the Nassau County Industrial Development Agency (the "Agency") at the time this Application is submitted to the Agency: (i) a \$1,000 non-refundable application fee (the "Application Fee"); (ii) a \$3,500 expense deposit for the Agency's Transaction/Bond Counsel fees and expenses (the "Counsel Fee Deposit"), (iii) a \$2,500 expense deposit for the cost/benefit analysis with respect to the project contemplated by this Application (the "Cost/Benefit Deposit"), and (iv) a \$500 expense deposit for the real property tax valuation analysis, if applicable, with respect to the project contemplated by this Application (the "Valuation Deposit"). The Application Fee will not be credited against any other fees or expenses which are or become payable to the Agency in connection with this Application or the project contemplated herein (the "Project"). In the event that the subject transaction does not close for any reason, the Agency may use all or any part of the Counsel Fee Deposit, the Cost/Benefit Deposit and/or the Valuation Deposit to defray the cost of Transaction/Bond Counsel fees and expenses, the cost of obtaining a cost/benefit analysis and/or the cost of obtaining a real property tax valuation with respect to the Project. In the event that the subject transaction does close, the Counsel Fee Deposit, the Cost/Benefit Deposit and the Valuation Deposit shall be credited against the applicable expenses incurred by the Agency with respect to the Project.

Every signature page comprising part of this Application must be signed by the Applicant or this Application will not be considered complete or accepted for consideration by the Agency.

The Agency's acceptance of this Application for consideration does not constitute a commitment on the part of the Agency to undertake the proposed Project, to grant any financial assistance with respect to the proposed Project or to enter into any negotiations with respect to the proposed Project.

Information provided herein may be subject to disclosure under the New York Freedom of Information Law (New York Public Officers Law § 84 et seq.) ("FOIL"). If the Applicant believes that a portion of the material submitted with this Application is protected from disclosure under FOIL, the Applicant should mark the applicable section(s) or page(s) as "confidential" and state the applicable exception to disclosure under FOIL.

10/24/2017

DATE

PART I. APPLICANT

A. APPLICANT FOR FINANCIAL ASSISTANCE:

Name: Agilant Solutions, Inc. f/k/a ASI System Integration, Inc.

Address: 48 West 37th Street, 4th Floor, New York, NY 10018

Fax: (212) 629-3944

NY State Dept. of
Labor Reg #: _____ Federal Employer ID #:

NAICS Code #: _____

Website: www.asisystem.com

Name of CEO or
Authorized Representative Certifying Application: Surinder (Sonny) Chabra

Title of Officer: CEO

Phone Number: (212) 736-0111 E-Mail: schabra@asisystem.com

B. BUSINESS TYPE (Check applicable status. Complete blanks as necessary):

Sole Proprietorship ☐ General Partnership ☐ Limited Partnership ☐

Limited Liability Company ☐ Privately Held Corporation ☒

Publicly Held Corporation ☐ Exchange listed on _____

Not-for-Profit Corporation ☐

Income taxed as: Subchapter S ☒ Subchapter C ☐
501(c)(3) Corporation ☐ Partnership ☐

State and Year of Incorporation/Organization: New York 2005

Qualified to do Business in New York: Yes ☒ No ☐ N/A ☐

C. APPLICANT COUNSEL:

Firm name: Sonny Bindra

Address: c/o ASI System Integration

Primary Contact: 48 West 37th Street, 4th Floor, New York, NY 10018
Phone: (212) 736-0111 x1249
Fax: (212) 629-3944
E-Mail: sbindra@asisystem.com

- D. Principal stockholders, members or partners, if any (i.e., owners of 10% or more of equity/voting rights in Applicant):

Name	Percentage owned
<u>Surinder (Sonny) Chabra</u>	<u>50</u> %
<u>Chabra Childrens Trust</u>	<u>50</u> %
<u></u>	<u></u> %

- E. If any of the persons described in the response to the preceding Question, or a group of said persons, owns more than a 50% interest in the Applicant, list all other entities which are related to the Applicant by virtue of such persons having more than a 50% interest in such entities:

None

- F. Is the Applicant related to any other entity by reason of more than 50% common ownership? If YES, indicate name of related entity and relationship:

YES ☐

NO ☒

- G. List parent corporation, sister corporations and subsidiaries, if any:

Computer Systems Support, Inc. – wholly owned subsidiary

- H. Has the Applicant (or any parent company, subsidiary, affiliate or related entity or person) been involved in, applied for or benefited by any prior industrial development financing in the municipality in which this Project is located, whether by the Agency or another issuer, or in a contiguous municipality? ("Municipality" herein means city, town or village, or, if the Project is not in an incorporated city or village, Nassau County.) If YES, describe:

YES ☐

NO ☒

- I. Is the Applicant (or any parent company, subsidiary, affiliate or related entity or person) or any principal(s) of the Applicant or its related entities involved in any litigation or aware of any threatened litigation that would have a material adverse effect on the Applicant's financial condition or the financial condition of said principal(s)? If YES, attach details at Schedule I.

YES ☐

NO ☒

- J. Has the Applicant (or any parent company, subsidiary, affiliate or related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, ever been involved, as debtor, in bankruptcy, creditors rights or receivership proceedings or sought protection from creditors? If YES, attach details at Schedule I.

YES ☐

NO ☒

- K. Has the Applicant (or any parent company, subsidiary, affiliate or related entity or person) or any principal(s) of the Applicant or its related entities, ever been convicted of any felony or misdemeanor (other than minor traffic offenses), or have any such related persons or principal(s) held positions or ownership interests in any firm or corporation that has been convicted of a felony or misdemeanor (other than minor traffic offenses), or are any of the foregoing the subject of a pending criminal proceeding or investigation? If YES, attach details at Schedule I.

YES ☐

NO ☒

- L. Has the Applicant (or any parent company, subsidiary, affiliate or related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, been cited for (or is there a pending proceeding or investigation with respect to) a civil violation of federal, state or local laws or regulations with respect to labor practices, hazardous wastes, environmental pollution, taxation, or other operating practices? If YES, attach details at Schedule I.

YES ☐

NO ☒

- M. Is the Applicant (or any parent company, subsidiary, affiliate or related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, delinquent or have any of the foregoing persons or entities been delinquent on any New York State, federal or local tax obligations within the past five (5) years? If YES, attach details at Schedule I.

YES ☐

NO ☒

- N. Complete the following information for principals (including, in the case of corporations, officers and members of the board of directors and, in the case of limited liability company, members and managers) of the Applicant:

<u>Name</u>	<u>Title</u>	<u>Other Business Affiliations</u>
<u>Surinder (Sonny) Chabra</u>	<u>Chairman & CEO</u>	<u>None</u>
<u>Ravi Thakur</u>	<u>CFO</u>	<u>None</u>
<u>Chris Mammano</u>	<u>President</u>	<u>None</u>
<u>Mark Romanowski</u>	<u>Executive VP</u>	<u>None</u>
<u>Angel Pinciro</u>	<u>Senior VP</u>	<u>None</u>

Do any of the foregoing principals hold elected or appointive positions with New York State, any political division of New York State or any other governmental agency? If YES, attach details at Schedule I.

YES ☐

NO ☒

Are any of the foregoing principals employed by any federal, state or local municipality or any agency, authority, department, board, or commission thereof or any other governmental or quasi-governmental organization?

YES

NO X

O. Operation at existing location(s) (Complete separate Section O for each existing location):

1. (a) Location: 48 West 37th Street, 4th floor, New York, NY 10018

(b) Number of Employees: Full-Time: 163 (NYS) Part-Time: 0
*includes New Hyde Park

(c) Annual Payroll, excluding benefits: \$16,400,000

(d) Type of operation (e.g. manufacturing, wholesale, distribution, retail, etc.)
and products or services: Resale of computer hardware products
and provider of technology services

(e) Size of existing facility real property
(i.e., acreage of land): N/A

(f) Buildings (number and square footage of each): 22,000 square feet

(g) Applicant's interest in the facility

FEE TITLE: LEASE: X OTHER (describe below):

2. Will the completion of the proposed Project result in the removal of a plant or facility of the Applicant, or of a proposed user, occupant or tenant of the Project, or a relocation of any employee of the Applicant, or any employee of a proposed user, occupant or tenant of the Project, from one area of the State of New York (but outside of Nassau County) to a location in Nassau County or in the abandonment of such a plant or facility located in an area of the State of New York outside of Nassau County? If YES, complete the attached Anti-Raiding Questionnaire (Schedule D).

YES X

NO

3. Will the proposed Project result in the removal or abandonment of a plant or facility of the Applicant, or of a proposed user, occupant or tenant of the proposed Project, or a relocation of any employee of the Applicant, or any employee of a proposed user, occupant or tenant of the proposed Project, located within Nassau

County? If YES, identify the location of the plant or facility and provide explanation.

NO _____

Relocation of warehouse facility from 415 Second Avenue, New Hyde Park, NY. All existing employees at New Hyde Park location are expected to be relocated to project location.

P. Has the Applicant considered moving to another state or another location within New York State? If YES, explain circumstances.

NO _____

Applicant considered moving all of its operations to a site in New Jersey.

Q. Does any one supplier or customer account for over 50% of Applicant's annual purchases or sales, respectively? If YES, attach name and contact information for supplier and/or customer, as applicable:

NO X

R. Does the Applicant (including any related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, have any contractual or other relationship with the Agency or the County of Nassau? If YES, attach details at Schedule I.

NO X

S. Nature of Applicant's business (e.g., description of goods to be sold, products manufactured, assembled or processed, services rendered):

Computer hardware reseller and maintenance service provider

T. ANY RELATED PARTY PROPOSED TO BE A USER OF THE PROJECT:

Name: N/A

Relationship to Applicant:

Provide the information requested in Questions A through S above with respect to each such party by attachment at Schedule I.

Are any of the foregoing principals employed by any federal, state or local municipality or any agency, authority, department, board, or commission thereof or any other governmental or quasi-governmental organization?

YES ☐

NO ☐

O. Operation at existing location(s) (Complete separate Section O for each existing location):

1. (a) Location: 415 Second Avenue, New Hyde Park, NY
(b) Number of Employees: Full-Time: 41 Part-Time:
(c) Annual Payroll, excluding benefits: \$ 1,609,000
(d) Type of operation (e.g. manufacturing, wholesale, distribution, retail, etc.)
and products or services: Warehouse and logistics facility
(e) Size of existing facility real property
(i.e., acreage of land): N/A
(f) Buildings (number and square footage of each): 1 – 60,000 square feet
(g) Applicant's interest in the facility

FEE TITLE: ☐ LEASE: ☒ OTHER (describe below): ☐

2. Will the completion of the proposed Project result in the removal of a plant or facility of the Applicant, or of a proposed user, occupant or tenant of the Project, or a relocation of any employee of the Applicant, or any employee of a proposed user, occupant or tenant of the Project, from one area of the State of New York (but outside of Nassau County) to a location in Nassau County or in the abandonment of such a plant or facility located in an area of the State of New York outside of Nassau County? If YES, complete the attached Anti-Raiding Questionnaire (Schedule D).

YES ☐

NO ☒

3. Will the proposed Project result in the removal or abandonment of a plant or facility of the Applicant, or of a proposed user, occupant or tenant of the proposed Project, or a relocation of any employee of the Applicant, or any employee of a proposed user, occupant or tenant of the proposed Project, located within Nassau

County? If YES, identify the location of the plant or facility and provide explanation.

YES X

NO ____

Applicant's facility in New Hyde Park will close when the Landlord delivers the warehouse space. All of the employees in New Hyde Park will be relocated to the Project location.

- P. Has the Applicant considered moving to another state or another location within New York State? If YES, explain circumstances.

YES ____

NO ____

- Q. Does any one supplier or customer account for over 50% of Applicant's annual purchases or sales, respectively? If YES, attach name and contact information for supplier and/or customer, as applicable:

YES ____

NO ____

- R. Does the Applicant (including any related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, have any contractual or other relationship with the Agency or the County of Nassau? If YES, attach details at Schedule I.

YES ____

NO ____

- S. Nature of Applicant's business (e.g., description of goods to be sold, products manufactured, assembled or processed, services rendered):

- T. ANY RELATED PARTY PROPOSED TO BE A USER OF THE PROJECT:

Name: _____

Relationship to Applicant: _____

PART II. PROPOSED PROJECT

A. Types of Financial Assistance Requested:

- ☐ Tax-Exempt Bonds
- ☐ Taxable Bonds
- ☐ Refunding Bonds
- ☐ Sales/Use Tax Exemption
- ☐ Mortgage Recording Tax Exemption
- ☐ Real Property Tax Exemption
- ☒ Other (specify): Assumption of PILOT Agreement

B. Type of Proposed Project (check all that apply and provide requested information):

- ☐ New Construction of a Facility
Square footage: _____
- ☐ Addition to Existing Facility
Square footage of existing facility: _____
Square footage of addition: _____
- ☐ Renovation of Existing Facility
Square footage of area renovated: _____
Square footage of existing facility: _____
- ☐ Acquisition of Land/Building
Acreage/square footage of land: _____
Square footage of building: _____
- ☐ Acquisition of Furniture/Machinery/Equipment
List principal items or categories:

☒ Other (specify): Lease of property with existing NCIDA PILOT Agreement with Ivy Enterprises, Inc. (Kiss Nails project)

C. Briefly describe the purpose of the proposed Project, the reasons why the Project is necessary to the Applicant and why the Agency's financial assistance is necessary, and the effect the Project will have on the Applicant's business or operations:

The Applicant will be relocating its headquarters and administrative offices to Port Washington, New York. The facility is approximately 75,000 square feet and will include office space, a state of the art technology lab, call center for dispatch and help desk and warehouse space for logistics and distribution. Applicant expects to make a \$2,000,000 investment to relocate to the new facilities associated with construction, build-out of the technology lab for Applicant's cloud advisory managed services practice, furniture and fixtures.

and the equipment for the logistics and warehouse spaces. Applicant expects that its business will grow significantly in the next five (5) years and the new facility will provide the necessary space for expansion.

- D. Is there a likelihood that the proposed Project would not be undertaken by the Applicant but for the granting of the financial assistance by the Agency? (If yes, explain; if no, explain why the Agency should grant the financial assistance with respect to the proposed Project)

YES X

NO

Applicant requires a consolidated facility and additional space for future expansion plans and has toured and negotiated for facilities on Long Island and New Jersey. Costs for a comparable facility in New Jersey are cheaper than Long Island before considering state or local incentives. The granting of financial assistance by the Agency will allow Applicant to remain in New York State.

- E. If the Applicant is unable to arrange Agency financing or other Agency financial assistance for the Project, what will be the impact on the Applicant and Nassau County? Would the Applicant proceed with the Project without Agency financing or other Agency financial assistance? Describe.

Applicant must consolidate its headquarters, administrative and warehouse facilities for efficiency. Applicant operates its headquarters in New York City and a warehouse facility in New Hyde Park, Nassau County. If Applicant is unable to obtain assistance for the Project from the Agency, Applicant will leave New York State and consolidate its operations at a facility in New Jersey. The existing employment on Long Island and New York would be relocated to New Jersey. Nassau County would lose 41 jobs and New York City would lose 122 jobs currently existing. New York State and Nassau County would also lose the 255 projected jobs that will be created by Applicant's growth over the next five (5) years.

- F. Location of Project:

Street Address: 3 Seaview Boulevard

City/Village(s): Port Washington

Town(s): North Hempstead

School District(s): Port Washington

Tax Map Section: Block: Lot:

Census Tract Number:

- G. Present use of the Project site: Office space and warehouse

- H. (a) What are the current real estate taxes on the Project site? (If amount of current taxes is not available, provide assessed value for each):

General: \$ N/A
School: \$ N/A
Village: \$ N/A

PILOT AGREEMENT IN PLACE

- (b) Are tax certiorari proceedings currently pending with respect to the Project real property? If YES, attach details at Schedule I including copies of pleadings, decisions, etc.

YES

NO X

- I. Describe proposed Project site ownership structure (*i.e.*, Applicant or other entity):

Fee ownership is in name of Ivy Enterprises, Inc., subject to a NCIDA lease/leaseback. Applicant will lease the building from Ivy Enterprises.

- J. To what purpose will the building or buildings to be acquired, constructed or renovated be used by the Applicant? (Include description of goods to be sold, products to be manufactured, assembled or processed and services to be rendered.)

Headquarters, administrative offices, warehouse, technology lab and logistics center

- K. If any space in the Project is to be leased to or occupied by third parties (*i.e.*, parties not related to the Applicant), or is currently leased to or occupied by third parties who will remain as tenants, provide the names and contact information for each such tenant, indicate total square footage of the Project to be leased to each tenant, and describe proposed use by each tenant:

N/A

- L. Provide, to the extent available, the information requested, in Part I, Questions A, B, D and O, with respect to any party described in the preceding response.

N/A

- M. Does the proposed Project meet zoning/land use requirements at proposed location?

YES X

NO

1. Describe present zoning/land use: Office Space and warehouse

2. Describe required zoning/land use, if different: N/A
3. If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements:

N/A

- N. Does the Applicant, or any related entity or person, currently hold a lease or license on the Project site? If YES, please provide details and a copy of the lease/license.

YES X

NO

- O. Does the Applicant, or any related entity or person, currently hold fee title to (i.e. own) the Project site?

YES

NO X

If YES, indicate:

(a) Date of purchase:

(b) Purchase price: \$

(c) Balance of existing mortgage, if any: \$

(d) Name of mortgage holder:

(e) Special conditions:

If NO, indicate name of present owner of Project site:

- P. Does the Applicant or any related person or entity have an option or a contract to purchase the Project site and/or any buildings on the Project site?

YES

NO X

If YES, attach copy of contract or option at Schedule I and indicate:

(a) Date signed:

(b) Purchase price: \$

(c) Closing date:

Is there a relationship legally or by virtue of common control or ownership between the Applicant (and/or its principals) and the seller of the Project (and/or its principals)?
If YES, describe:

YES ____

NO X

- Q. Will customers personally visit the Project site for either of the following economic activities? If YES with respect to either economic activity indicated below, complete the attached Retail Questionnaire (Schedule E).

Sales of Goods: YES ____ NO X

Sales of Services: YES ____ NO X

- R. Describe the social and economic conditions in the community where the Project site is or will be located and the impact of the proposed Project on the community (including impact on infrastructure, transportation, fire and police and other government-provided services):

The Long Island Regional Economic Development Council ("LIREDC") identifies the Project area (and the region) as having a shortage of technical talent, which is recognized as a significant issue. Applicant hires, trains and develops IT talent internally. An employee is provided with experience and technical training that allows the employee to pass examinations and receive higher levels of technical certification, which increases the employee's value. At the Project location, Applicant would recruit students from NYIT and Hofstra University, among others, to hire STEM graduates, both universities that have an extensive STEM graduate development program developed through LIREDC. Any impact on government provided services, including infrastructure, transportation, fire and police will be minimal and more than offset by the returns enjoyed by the community by the significant investments made by the Applicant.

- S. Identify the following Project parties (if applicable):

Architect: N/A

Engineer: N/A

Contractors: N/A

- T. Will the Project be designed and constructed to comply with Green Building Standards? (if YES, describe the LEED green building rating that will be achieved):

YES ____

NO ____

N/A

- U. Is the proposed Project site located on a Brownfield? (if YES, provide description of contamination and proposed remediation)

YES ____

NO X

-
-
- V. Will the proposed Project produce a unique service or product or provide a service that is not otherwise available in the community in which the proposed Project site is located?

YES ____

NO X

-
-
- W. Is the proposed Project site currently subject to an IDA transaction (whether through the Agency or otherwise)? If yes, explain.

YES X

NO ____

The Project site is subject to a NCIDA PILOT agreement.

PART III. CAPITAL COSTS OF THE PROJECT

- A. Provide an estimate of cost of all items listed below:

	<u>Item</u>	<u>Cost</u>
1.	Land and/or Building Acquisition	\$ _____
2.	Building Demolition	\$ _____
3.	Construction/Reconstruction/Renovation	\$ <u>100,000 - \$500,000 *</u>
4.	Site Work	\$ _____
5.	Infrastructure Work	\$ _____
6.	Architectural/Engineering Fees	\$ _____
7.	Applicant's Legal Fees	\$ _____
8.	Financial Fees	\$ _____
9.	Other Professional Fees	\$ _____
10.	Furniture, Equipment & Machinery Acquisition (not included in 3. above)	\$ <u>1,000,000 - \$2,000,000 *</u>
11.	Other Soft Costs (describe) – moving and relocation expenses	\$ <u>100,000</u>
12.	Other (describe)	\$ _____
	Total	\$ <u>1,200,000 - \$2,600,000</u>

B. Estimated Sources of Funds for Project Costs:

- a. Tax-Exempt IDA Bonds: \$ _____
b. Taxable IDA Bonds: \$ _____
c. Conventional Mortgage Loans: \$ _____
d. SBA or other Governmental Financing: \$ _____
Identify: _____
e. Other Public Sources (e.g., grants, tax credits): \$ _____
Identify: _____
f. Other Loans: \$ _____
g. Equity Investment: \$ 1,200,000 - \$2,600,000 *
(excluding equity attributable to grants/tax credits)

TOTAL \$ 1,200,000 - \$2,600,000 *

** Applicant will provide the Committee with more information concerning the expected capital Project Costs.*

What percentage of the total project costs are
funded/financed from public sector sources: 0 %

- C. Have any of the above costs been paid or incurred (including contracts of sale or purchase orders) as of the date of this application? If YES, describe particulars on a separate sheet.

YES _____

NO X

- D. Are items of working capital, moving expenses, work in progress, or stock in trade included in the proposed uses of the bond proceeds (if applicable)? If YES, provide details:

YES _____

NO _____

NOT APPLICABLE X

- E. Will any of the funds to be borrowed through the Agency's issuance of bonds, if applicable, be used to repay or refinance an existing mortgage, outstanding loan or an outstanding bond issue? If YES, provide details:

YES _____

NO _____

NOT APPLICABLE X

Explanation Concerning Expected Project Capital Costs

The fee owner of the Project currently occupies the warehouse space. Applicant expects to take possession of the office space in December 2017. The warehouse space will be delivered to the Applicant no earlier than September 1, 2018. Applicant cannot determine the project costs for the warehouse space at this time and has provided a range. There may be opportunities to utilize structures, build-outs and equipment that the fee owner has in place. Applicant requests an extension to certify the costs related to the Project. There is a possibility that Applicant would not possession of the warehouse until 2019 and the associated costs and soft costs of the build-out of the Project site and relocation of the New Hyde Park facility would not be incurred until 2019.

- F. Has the Applicant made any arrangement for the marketing or the purchase of the bonds or the provision of other third party financing (if applicable)? If YES, indicate with whom (subject to Agency approval) and provide a copy of any term sheet or commitment letter issued with respect to such financing.

YES ☐ NO ☐ NOT APPLICABLE ☒

G. Construction Cost Breakdown:

Total Cost of Construction: \$ 50,000 (sum of 2-5 and 10 in Question A above)

Cost for materials: \$ 25,000

% Sourced in County: 100%

% Sourced in State: 100% (incl. County)

Cost for labor: \$ 25,000

% Sourced in County: 100%

% Sourced in State: 100% (incl. County)

Cost for "other": \$ 400,000

% Sourced in County: 100%

% Sourced in State: 100% (incl. County)

The Applicant acknowledges that the transaction/bond documents may include a covenant by the Applicant to undertake and document the total amount of capital investment as set forth in this Application.

PART IV. COST/BENEFIT ANALYSIS

- A. If the Applicant presently operates in Nassau County, provide the current annual payroll. Estimate projected payroll at the Project site in First Year, Second Year and Third Year after completion of the Project:

	<u>Present</u>	<u>First Year</u>	<u>Second Year</u>	<u>Third Year</u>
Full-time:	\$ <u>580,000</u>	\$ <u>18,280,000</u>	\$ <u>20,575,000</u>	\$ <u>22,870,000</u>
Part-time: ¹				

List the average salaries or provide ranges of salaries for the following categories of jobs (on a full-time equivalency basis) projected to be retained/created in Nassau County as a result of the proposed Project:

<u>Category of Jobs to be Retained:</u>	<u>Average Salary or Range of Salary:</u>	<u>Average Fringe Benefits or Range of Fringe Benefits</u>
Management	\$ <u>175,000</u>	\$ <u>38,500</u>
Professional	\$ <u>135,000</u>	\$ <u>29,700</u>
Administrative	\$ <u>45,000</u>	\$ <u>9,900</u>
Production		
Supervisor	\$ <u>80,000</u>	\$ <u>17,600</u>
Laborer		

¹ NOTE: The Agency converts part-time jobs into FTE's for evaluation and reporting purposes by dividing the number of part-time jobs by two (2).

Independent Contractor ²		
Other (technician)	<u>\$35,000</u>	<u>\$7,700</u>

<u>Category of Jobs to be Created:</u>	<u>Average Salary or Range of Salary:</u>	<u>Average Fringe Benefits or Range of Fringe Benefits</u>
Management		
Professional	<u>\$85,000</u>	<u>\$18,700</u>
Administrative	<u>\$40,000</u>	<u>\$8,800</u>
Production		
Supervisor	<u>\$60,000</u>	<u>\$13,2000</u>
Laborer		
Independent Contractor ²		
Other (technician)	<u>\$38,000</u>	<u>\$8,360</u>

The Agency may utilize the foregoing employment projections and the projections set forth in Schedule C, among other things, to determine the financial assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction/bond documents may include a covenant by the Applicant to retain the number of jobs, types of occupations and amount of payroll with respect to the Project set forth in this Application.

- B. (i) Will the Applicant transfer current employees from existing location(s)? If YES, describe, please describe the number of current employees to be transferred and the location from which such employees would be transferred:

YES X

NO

Applicant would relocate approximately 163 employees from its locations in New York City and New Hyde Park to the Project location. The Project is being undertaken to consolidate Applicant's administrative and warehouse facilities and as explained elsewhere in the Application, consolidation options available in New Jersey are more economical without the assistance provided by the Agency.

- (ii) Describe the number of estimated full time equivalent construction jobs to be created as a result of undertaking the project, to the extent any:

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² As used in this chart, this category includes employees of independent contractors.

³ As used in this chart, this category includes employees of independent contractors.

- C. What, if any, is the anticipated increase in the dollar amount of production, sales or services following completion of the Project?

\$ \$12,700,000

What percentage of the foregoing amount is subject to New York sales and use tax?

26%

What percentage of the Applicant's total dollar amount of production, sales or services (including production, sales or services rendered following completion of the Project) are made to customers outside the economic development region (i.e., Nassau and Suffolk Counties)?

98 %

Describe any other municipal revenues that will result from the Project (excluding the above and any PILOT payments):

N/A

- D. What is the estimated aggregate annual amount of goods and services to be purchased by the Applicant for each year after completion of the Project and what portion will be sourced from businesses located in the County and the State (including the County):

	<u>Amount</u>	<u>% Sourced in County</u>	<u>% Sourced in State</u>
Year 1	<u>\$96,000,000</u>	<u>2%</u>	<u>26%</u>
Year 2	<u>\$105,600,000</u>	<u>2%</u>	<u>26%</u>
Year 3	<u>\$116,000,000</u>	<u>2%</u>	<u>26%</u>

- E. Describe, if applicable, other benefits to the County anticipated as a result of the Project, including a projected annual estimate of additional sales tax revenue generated, directly and indirectly, as a result of undertaking the project:

Through a funding grant provided the Empire State Development Corporation's Excelsior Jobs Program and Applicant's expansion plans, the Project is forecasted to create 51 new jobs each year over the next five (5) years for a total of 255 new jobs that will go to Long Island residents with an emphasis on recruiting STEM graduates of NYIT, Hofstra University and University at Stony Brook for technology positions.

- F. Estimated Value of Requested Financial Assistance:

Estimated Value of Sales Tax Benefit: \$ 185,679
(i.e., gross amount of cost of goods and services
that are subject to state and local sales and use taxes)

multiplied by 8.625%)

Estimated Value of Mortgage Tax Benefit: \$ 0
(i.e., principal amount of mortgage loans
multiplied by [0.75%])

Estimated Property Tax Benefit:

Will the proposed Project utilize a property tax
exemption benefit other than from the Agency: No
(if so, please describe)

Term of PILOT Requested: 10 Years

Existing Property Taxes on Land and Building: \$ Subject to existing PILOT Agreement

Estimated Property Taxes on completed Project: \$
(without Agency financial assistance)

NOTE: Upon receipt of this Application by the Agency,
the Agency's staff will create a PILOT schedule and estimate
the amount of PILOT Benefit/Cost utilizing anticipated
tax rates and assessed valuation, and attach such information
as Exhibit A hereto.

- G. Describe and estimate any other one-time municipal revenues (not including fees payable to the Agency) that the Project will create:

None

PART V. PROJECT SCHEDULE

- A. If applicable, has construction/reconstruction/renovation work on the Project begun? If YES, indicate the percentage of completion:

1. (a) Site clearance	YES <u> </u>	NO <u>X</u>	<u> </u> % complete
(b) Environmental Remediation	YES <u> </u>	NO <u>X</u>	<u> </u> % complete
(c) Foundation	YES <u> </u>	NO <u>X</u>	<u> </u> % complete
(d) Footings	YES <u> </u>	NO <u>X</u>	<u> </u> % complete

(c) Steel YES ☐ NO ☒ _____% complete

(f) Masonry YES ☐ NO ☒ _____% complete

(g) Interior YES ☐ NO ☒ _____% complete

(h) Other (describe below): YES ☐ NO ☒ _____% complete

2. If NO to all of the above categories, what is the proposed date of commencement of construction, reconstruction, renovation, installation or equipping of the Project?

Proposed date of renovation for the office space is December 2017. Applicant will complete some minor interior renovation including the reconfiguration of office space, the installation of an additional bathroom and build-out of the technology lab space. When the Warehouse Delivery Date occurs in Fall/Winter 2018, Applicant will complete build out of the remaining portions of the Project.

- B. Provide an estimate of time schedule to complete the Project and when the first use of the Project is expected to occur:

Initial renovation of the Project should be completed in less than thirty (30) days and the Applicant expects first use of the Project to occur by January 2018.

PART VI. ENVIRONMENTAL IMPACT

- A. What is the expected environmental impact of the Project? (Complete the attached Environmental Assessment Form (Schedule G)).

None

- B. Is an environmental impact statement required by Article 8 of the N.Y. Environmental Conservation Law (i.e., the New York State Environmental Quality Review Act)?

YES ☐

NO ☒

- C. Please be advised that the Agency may require at the sole cost and expense of the Applicant the preparation and delivery to the Agency of an environmental report in form and scope satisfactory to the Agency, depending on the responses set forth in the

Environmental Assessment Form. If an environmental report has been or is being prepared in connection with the Project, please provide a copy.

- D. The Applicant authorizes the Agency to make inquiry of the United States Environmental Protection Agency, the New York State Department of Environmental Conservation or any other appropriate federal, state or local governmental agency or authority as to whether the Project site or any property adjacent to or within the immediate vicinity of the Project site is or has been identified as a site at which hazardous substances are being or have been used, stored, treated, generated, transported, processed, handled, produced, released or disposed of. The Applicant will be required to secure the written consent of the owner of the Project site to such inquiries (if the Applicant is not the owner), upon request of the Agency.

THE UNDERSIGNED HEREBY CERTIFIES, under penalties of perjury, that the answers and information provided above and in any schedule, exhibit or statement attached hereto are true, accurate and complete, to the best of the knowledge of the undersigned.

Name of
Applicant: Agilant Solutions, Inc.

Signature: 
Name: Surinder Chabra
Title: Chairman & CEO
Date: 10/24/2017

Sworn to before me this 24th
day of October, 2017


Notary Public

SARANJIT S BINDRA
NOTARY PUBLIC-STATE OF NEW YORK
No. 02816309594
Qualified in New York County
My Commission Expires August 11, 2018

CERTIFICATIONS AND ACKNOWLEDGMENTS OF THE APPLICANT

FIRST:

The Applicant hereby certifies that, if financial assistance is provided by the Agency for the proposed project, no funds of the Agency (i) shall be used in connection with the Project for the purpose of preventing the establishment of an industrial or manufacturing plant or for the purpose of advertising or promotional materials which depict elected or appointed government officials in either print or electronic media, (ii) be given to any group or organization which is attempting to prevent the establishment of an industrial or manufacturing plant within the State.

SECOND:

The Applicant hereby certifies that no member, manager, principal, officer or director of the Applicant or any affiliate thereof has any blood, marital or business relationship with any member of the Agency (or any member of the family of any member of the Agency).

THIRD:

The Applicant hereby certifies that neither the Applicant nor any of its affiliates, nor any of their respective partners, members, shareholders or other equity owners (other than equity owners of publicly-traded companies), nor any of their respective employees, officers, directors, or representatives (i) is a person or entity with whom United States persons or entities are restricted from doing business under regulations of the Office of Foreign Asset Control (OFAC) of the Department of the Treasury, including those named on OFAC's Specially Designated and Blocked Persons List, or under any statute, executive order or other governmental action, or (ii) has engaged in any dealings or transactions or is otherwise associated with such persons or entities.

FOURTH:

The Applicant hereby acknowledges that the Agency shall obtain and hereby authorizes the Agency to obtain credit reports and other financial background information and perform other due diligence on the Applicant and/or any other entity or individual related thereto, as the Agency may deem necessary to provide the requested financial assistance.

FIFTH:

The Applicant hereby certifies that each owner, occupant or operator that would receive financial assistance with respect to the proposed Project is in substantial compliance with applicable federal, state and local tax, worker protection and environmental laws, rules and regulations.

SIXTH:

The Applicant hereby acknowledges that the submission to the Agency of any knowingly false or knowingly misleading information may lead to the immediate termination of any financial assistance and the recapture from the Applicant of an amount equal to all or any part of any tax exemption claimed by reason of the Agency's involvement in the Project.

SEVENTH:

The Applicant hereby certifies that, as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the General Municipal Law, including, but not limited to, the provisions of Section 859-a and Section 862(1) thereof.

EIGHTH:

(i) Does the Project propose the creation of housing?

YES _____ NO X _____

If YES, how many units? _____

If YES, the Applicant hereby certifies that:

(a) the Applicant has adopted a Fair Housing/Equal Housing Opportunity Policy substantially in the form of Exhibit B to this Application;

(b) the proposed Project complies with applicable fair housing laws and that eligibility criteria for housing in any part of the Project will not include any residency requirements or preferences, including durational ones, age restrictions (unless for senior housing permitted by law), or other discriminatory criteria;

(c) the Applicant (1) has posted its Fair Housing/Equal Housing Opportunity Policy publicly; and (2) will display fair housing law posters for consumers in its rental or sales office(s), in a form substantially similar to the model fair housing posters attached to this Application as Exhibit C (the Agency will provide applicants with fair housing law posters for display upon request by an applicant); and

(d) key employees of the Applicant in charge of marketing and rental of the Project have completed (or will complete within one year of closing) four (4) hours of fair housing training provided by Long Island Housing Services ("LIHS") at a reasonably acceptable time and location and at no additional cost to the Applicant. In the event LIHS declines to provide or make available reasonably acceptable no-cost fair housing training, the provisions of this Certification VIII(i)(d) shall cease to be of any force and effect.

(ii) If YES to (i) above, does the Project propose the creation of "affordable" or "workforce" housing ("Affordable Housing")?

YES _____ NO _____

If YES, the Applicant hereby certifies that the Applicant (1) has adopted a non-discriminatory affirmative marketing plan that meets the criteria set forth in Exhibit D to this Application; and (2) will submit such marketing plan to the Agency in writing prior to closing.

If YES, answer the following questions:

(a) What portion of the Project would consist of Affordable Housing (e.g., number of units)?

(b) What are the eligibility requirements for the Affordable Housing?

(c) Cite the specific source of such eligibility requirements (e.g., federal, state or local law).

Name of
Applicant: Agilant Solutions, Inc.

By: 
Name: Surinder Chabra
Title: Chairman & CEO

**CERTIFICATION AND AGREEMENT
WITH RESPECT TO FEES AND COSTS**

Capitalized terms used but not otherwise defined in this Certification and Agreement shall have the meanings assigned to such terms in the Application.

The undersigned, being duly sworn, deposes and says, under penalties of perjury, as follows: that I am the chief executive officer or other representative authorized to bind the Applicant named in the attached application for financial assistance ("Application") and that I hold the office specified below my signature at the end of this Certification and Agreement, that I am authorized and empowered to deliver this Certification and Agreement and the Application for and on behalf of the Applicant, that I am familiar with the contents of said Application (including all schedules, exhibits and attachments thereto), and that said contents are true, accurate and complete to the best of my knowledge and belief.

The grounds of my belief relative to all matters in the Application that are not based upon my own personal knowledge are based upon investigations I have made or have caused to be made concerning the subject matter of this Application, as well as upon information acquired in the course of my duties and from the books and records of the Applicant.

As an authorized representative of the Applicant, I acknowledge and agree on behalf of the Applicant that the Applicant hereby releases the Nassau County Industrial Development Agency, its members, officers, servants, attorneys, agents and employees (collectively, the "Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend (with counsel selected by the Agency) and hold the Agency harmless from and against any and all liability, damages, causes of actions, losses, costs or expenses incurred by the Agency in connection with: (A) examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the financial assistance requested therein are favorably acted upon by the Agency, (B) the acquisition, construction, reconstruction, renovation, installation and/or equipping of the Project by the Agency, and (C) any further action taken by the Agency with respect to the Project; including, without limiting the generality of the foregoing, (i) all fees and expenses of the Agency's general counsel, bond counsel, economic development consultant, real property tax valuation consultant and other attorneys, experts and consultants (if deemed necessary or advisable by the Agency), and (ii) all other expenses (including attorneys' fees) incurred by the Agency in defending any suits, actions or proceedings that may arise as a result of any of the foregoing. If, for any reason whatsoever, the Applicant fails to conclude or consummate necessary negotiations or fails within a reasonable or specified period of time to take reasonable, proper or requested action or withdraws, abandons, cancels, or neglects the Application or if the Applicant is unable to find buyers willing to purchase the total bond issue required or is unable to secure other third party financing or otherwise fails to conclude the Project, then upon presentation of an invoice by the Agency, its agents, attorneys or assigns, the Applicant shall pay to the Agency, its agents, attorneys or assigns, as the case may be, all fees and expenses reflected in any such invoice.

As an authorized representative of the Applicant, I acknowledge and agree on behalf of the Applicant that each of the Agency's general counsel, bond counsel, economic development consultant, real property tax valuation consultant and other experts and consultants is an intended third-party beneficiary of this Certification and Agreement, and that each of them may (but shall not be obligated to) enforce the provisions of the immediately preceding paragraph, whether by lawsuit or otherwise, to collect the fees and expenses of such party or person incurred by the Agency (whether or not first paid by the Agency) with respect to the Application.

Upon successful closing of the required bond issue or other form of financing or Agency assistance, the Applicant shall pay to the Agency an administrative fee set by the Agency (which amount is payable at closing) in accordance with the following schedule:

- (A) Taxable Bond Issues Six-tenths (6/10) of one percent (1%) for the first twenty million dollars (\$20,000,000) of total project costs and, if applicable, two-tenths (2/10) of one percent (1%) for any additional amounts in excess of twenty million dollars (\$20,000,000) of total project costs.
- (B) Tax-Exempt Bond Issues – Six-tenths (6/10) of one percent (1%) of total project costs.
- (C) Straight-Lease Transactions Six-tenths (6/10) of one percent (1%) for the first twenty million dollars (\$20,000,000) of total project costs and, if applicable, two-tenths (2/10) of one percent (1%) for any additional amounts in excess of twenty million dollars (\$20,000,000) of total project costs
- (D) General Counsel Fee – One-tenth (1/10) of one percent (1%) of total project costs, with a minimum fee of \$2,000.
- (E) All Initial Transactions - Two Thousand Five Hundred Dollars (\$2,500) closing compliance fee payable at closing and One Thousand Dollars (\$1,000) per year (or part thereof) administrative fee, payable in advance, at the closing for the first year (or part thereof) and on January 1st of each year for the term of the financing. The annual service fee is subject to periodic review and may be adjusted from time to time in the discretion of the Agency.
- (F) Refundings – The Agency fee shall be determined on a case-by-case basis.
- (F) Assumptions – The Agency fee shall be determined on a case-by-case basis.
- (G) Modifications – The Agency fee shall be determined on a case-by-case basis.

The Agency's bond counsel fees and expenses are payable at closing and are based on the work performed in connection with the Project.

The Agency's bond counsel's fees, general counsel fee and the administrative fees may be considered as a cost of the Project and included as part of any resultant financing, subject to compliance with applicable law.

Upon the termination of the financing of the Project, Applicant agrees to pay all costs in connection with any conveyance by the Agency to the Applicant of the Agency's interest in the Project and the termination of all related Project documents, including the fees and expenses of the Agency's general counsel, bond counsel, and all applicable recording, filing or other related fees, taxes and charges.

I further acknowledge and agree on behalf of the Applicant that, in the event the Agency shall have used all of its available tax-exempt bond financing allocation from the State of New York, if applicable, and shall accordingly be unable to obtain an additional allocation for the benefit of the Applicant, the Agency shall have no liability or responsibility as a result of the inability of the Agency to issue and deliver tax-exempt bonds for the benefit of the Applicant.


Name: Surinder Chabra
Title: Chairman & CEO

Subscribed and affirmed to me this 24th
day of October, 20 17


Notary Public

SARANJIT S BINDRA
NOTARY PUBLIC-STATE OF NEW YORK
No. 02816309594
Qualified in New York County
My Commission Expires August 11, 2018

TABLE OF SCHEDULES:

<u>Schedule</u>	<u>Title</u>	<u>Complete as Indicated Below</u>
A.	Tax-Exempt Bond Manufacturing Questionnaire	If Applicant checked "YES" in Part I, Question H of Application, if applicable[[
B.	New York State Financial and Employment Requirements for Industrial Development Agencies	All applicants
C.	Guidelines for Access to Employment Opportunities	All applicants
D.	Anti-Raiding Questionnaire	If Applicant checked "YES" in Part I, Question O.2. of Application
E.	Retail Questionnaire	If Applicant checked "YES" in Part II, Question Q of Application
F.	Applicant's Financial Attachments, consisting of:	All applicants
	1. Applicant's financial statements for the last two fiscal years (unless included in Applicant's annual reports).	
	2. Applicant's annual reports (or Form 10-K's) for the two most recent fiscal years.	
	3. Applicant's quarterly reports (Form 10-Q's) and current reports (Form 8-K's) since the most recent Annual Report, if any.	
	4. In addition, attach the financial information described above in items F1, F2, and F3 of any anticipated Guarantor of the proposed transaction, if different than the Applicant, including the personal financial statement of any anticipated Guarantor that is a natural person.	
G.	Environmental Assessment Form	All applicants
H.	Form NYS-45 (and 45-ATT)	All applicants
I.	Other Attachments	As required

TAX-EXEMPT BOND MANUFACTURING QUESTIONNAIRE

(To be completed by the Applicant if the Applicant checked "YES" in Part I, Question H of the Application for Financial Assistance, if applicable).

Please complete the following questions for each facility to be financed. Use additional pages as necessary.

1. Describe the production process which occurs at the facility to be financed.

2. Allocate the facility to be financed by function (expressed in square footage) (e.g., production line, employee lunchroom, offices, restrooms, storage, warehouse, loading dock, repair shop, parking, research, sales, etc.) and location in relation to production (e.g., same building, adjacent land or building, off-site, etc.). Please attach blueprints of the facility to be financed.

<u>FUNCTION</u>	<u>LOCATION</u>	<u>SQ. FOOTAGE</u>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>

TOTAL

3. Of the space allocated to offices above, identify by function (e.g., executive offices, payroll, production, etc.) and location in relation to production (e.g., same building, adjacent land or building, off-site, etc.).

<u>FUNCTION</u>	<u>LOCATION</u>	<u>SQ. FOOTAGE</u>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>

TOTAL

4. Of the space allocated to storage or warehousing above, identify the square footage and location of the areas devoted to storage of the following:

SQ. FOOTAGE**LOCATION**Raw Materials used
for production of
manufactured goods

Finished product storage

Component parts of
goods manufactured at
the facility

Purchased component
parts

Other (specify)

TOTAL

5. List raw materials used at the facility to be financed in the processing of the finished product(s).

6. List finished product(s) which are produced at the facility to be financed.

The UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true and correct.

Name of
Applicant:

Signature:

Name:

Title:

Date:

**NEW YORK STATE FINANCIAL AND EMPLOYMENT REPORTING
REQUIREMENTS FOR INDUSTRIAL DEVELOPMENT AGENCIES**

- A. Pursuant to applicable law, the Agency requires the completion of an Initial Employment Plan (see Schedule C) and a year-end employment plan status report, both of which shall be filed by the Nassau County Industrial Development Agency (the "Agency") with the New York State Department of Economic Development. The Project documents will require the Applicant to provide such report to the Agency on or before February 11 of the succeeding year, together with such employment verification information as the Agency may require.

Except as otherwise provided by collective bargaining agreements, the Applicant agrees to list any new employment opportunities with the New York Department of Labor Community Services Division and the administrative entity of the service delivery area created by the Federal Job Training Partnership Act (P.L. 97-300), or any successor statute thereto (the "JTPA Entities"). In addition, except as otherwise provided by collective bargaining agreements, the Applicant, where practicable, will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for such new employment opportunities.


- B. The Applicant will be required to file annually a statement with the New York State Department of Taxation and Finance and the Agency of the value of all sales or use tax exemptions claimed in connection with the Project by reason of the involvement of the Agency.
- C. The following information must be provided for all bonds issued, outstanding or retired during the year:

Name, address and owner of the project; total amount of tax exemptions granted (broken out by state and local sales tax, property taxes, and mortgage recording tax); payments in lieu of taxes made; total real estate taxes on the Project prior to exemption; number of jobs created and retained, and other economic benefits realized.

Date of issue; interest rate at end of year; bonds outstanding at beginning of year; bonds issued during year; principal payments made during year; bonds outstanding at end of year; federal tax status; and maturity date(s).

Failure to provide any of the aforesaid information will constitute a DEFAULT under the Project documents to be entered into by the Agency and the Applicant in connection with the proposed Project.

Please sign below to indicate that the Applicant has read and understood the above and agrees to provide the described information on a timely basis.

Name of Applicant:	<u>Agilant Solutions, Inc.</u>
Signature:	<u></u>
Name:	<u>Surinder Chabra</u>
Title:	<u>Chairman & CEO</u>
Date:	<u>10/24/2017</u>

GUIDELINES FOR ACCESS TO EMPLOYMENT OPPORTUNITIES**INITIAL EMPLOYMENT PLAN**

Prior to the expenditure of bond proceeds or the granting of other financial assistance, the Applicant shall complete the following initial employment plan:

Applicant Name: Agilant Solutions, Inc. f/k/a ASI System Integration, Inc.

Address: 48 West 37th Street, 4th Floor, New York, NY 10018

Type of Business: Computer reseller and maintenance service provider

Contact Person: Sonny Chabra Tel. No.: 212 736-0111

Please complete the following table describing the projected full-time equivalent employment plan for the proposed Project following receipt of financial assistance:

<u>Current and Planned Occupations</u>	<u>Present Jobs Per Occupation</u>	<u>Estimated Number of Full Time Equivalent Jobs After Completion of the Project:⁴</u>			<u>Estimate of Number of Residents of the LMA⁵ that would fill such jobs <u>by the third</u> <u>year</u></u>
		<u>1 year</u>	<u>2 years</u>	<u>3 years**</u>	
<u>Management</u>	<u>8</u>	<u>8</u>	<u>8</u>	<u>8</u>	<u>7</u>
<u>Professional</u>	<u>11</u>	<u>15</u>	<u>19</u>	<u>23</u>	<u>20</u>
<u>Administrative</u>	<u>52</u>	<u>79</u>	<u>106</u>	<u>133</u>	<u>110</u>
<u>Production</u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>
<u>Supervisor</u>	<u>11</u>	<u>11</u>	<u>11</u>	<u>11</u>	<u>8</u>
<u>Laborer</u>	<u>68</u>	<u>88</u>	<u>108</u>	<u>128</u>	<u>70</u>
<u>Independent Contractor</u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>
<u>Other (describe) Sales</u>	<u>13</u>	<u>13</u>	<u>13</u>	<u>13</u>	<u>5</u>

⁴ NOTE: Convert part-time jobs into FTE's for evaluation and reporting purposes by dividing the number of part-time jobs by two (2).

⁵ The "LMA" means the Local Market Area, which is defined by the Agency as Nassau and Suffolk Counties. The Labor Market Area is the same as the Long Island Economic Development Region, as established pursuant to Section 230 of the New York State Economic Development Law.

ANTI-RAIDING QUESTIONNAIRE

(To be completed by Applicant if Applicant checked "YES" in Part I, Question O of the Application for Financial Assistance)

- A. Will the completion of the Project result in the removal of a plant or facility of the Applicant, or of a proposed user, occupant or tenant of the Project, or a relocation of any employee of the Applicant or of a proposed user, occupant or tenant of the Project, from an area in New York State (but outside of Nassau County) to an area within Nassau County?

YES XNO

If the answer to Question A is YES, please provide the following information:

Address of the to-be-removed plant or facility or the plants or facilities from which employees are relocated: 415 Second Avenue, New Hyde Park, NY

Names of all current users, occupants or tenants of the to-be-removed plant or facility: ASI System Integration, Inc. – the Applicant leases the facility facilities and does not sublet or share the space with other users, occupants or tenants.

- B. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant, or of a proposed user, occupant or tenant of the Project, located in an area of the State of New York other than in Nassau County?

YES XNO

If the answer to Question B is YES, please provide the following information:

Addresses of the to-be-abandoned plants or facilities: 48 West 37th Street, 3rd & 4th Floors, New York, NY

Names of all current occupants of the to-be-abandoned plants or facilities: ASI System Integration, Inc. – the Applicant leases the facility facilities and does not sublet or share the space with other users, occupants or tenants.

- C. Has the Applicant contacted the local industrial development agency at which its current plants or facilities in New York State are located with respect to the Applicant's intention to move or abandon such plants or facilities?

YES ____

NO X

If the answer to Question C is YES, please provide details in a separate attachment.

IF THE ANSWER TO EITHER QUESTION A OR B IS "YES", ANSWER QUESTIONS D AND E.

- D. Is the Project reasonably necessary to preserve the competitive position of the Applicant, or of a proposed user, occupant or tenant of the Project, in its industry?

YES X

NO ____

- E. Is the Project reasonably necessary to discourage the Applicant, or a proposed user, occupant or tenant of the Project, from removing such plant or facility to a location outside of the State of New York?

YES X


NO ____

IF THE ANSWER TO EITHER QUESTION D OR E IS "YES", PLEASE PROVIDE DETAILS IN A SEPARATE ATTACHMENT.

Accordingly, the Applicant certifies that the provisions of Section 862(1) of the General Municipal Law will not be violated if financial assistance is provided by the Agency for the proposed Project.

NOTE: If the proposed Project involves the removal or abandonment of a plant or facility of the Applicant, or a proposed user, occupant or tenant of the Project, within the State of New York, notification will be made by the Agency to the chief executive officer(s) of the municipality or municipalities in which such plant or facility was located.

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true, correct and complete.

Name of Applicant:	<u>Agilant Solutions, Inc.</u>
Signature:	<u></u>
Name:	<u>Surinder Chabra</u>
Title:	<u>Chairman & CEO</u>
Date:	<u>10/24/2017</u>

Question D Supplement

Applicant currently has two (2) facilities in New York State, headquarters and administrative offices in New York City and a warehouse and logistics facility in Nassau County. The duplicative and redundant costs of two (2) facilities are a burden to the Applicant. To remain competitive and contain costs in a highly competitive industry with very slim margins that are always declining, the Applicant must reduce where possible to remain competitive. Therefore, consolidating Applicant's facilities is critical to remaining competitive.

Consolidating facilities to remain in New York City is cost prohibitive. The Applicant needs large warehouse space and such space is very limited within New York City and where such space is available, the cost is prohibitive. The Applicant's feasible options are a facility in New Jersey or on Long Island. The facility cost in New Jersey is more economical than Long Island and the assistance of the Agency makes the total cost comparable to New Jersey allowing the Applicant to remain in New York State.

APPLICANT'S FINANCIAL ATTACHMENTS

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

New York, New York

CONSOLIDATED FINANCIAL STATEMENTS

Including Independent Auditors' Report

As of and for the Year Ended December 31, 2016

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

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INDEPENDENT AUDITORS' REPORT

Stockholders
ASI System Integration, Inc. and Subsidiary
New York, New York

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of ASI System Integration, Inc. and Subsidiary (the "Company"), which comprise the consolidated balance sheet as of December 31, 2016, and the related consolidated statements of income, stockholders' equity, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2016, and the results of their operations and their cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Stockholders
ASI System Integration, Inc.

Correction of Error

As described in Note 3 to the consolidated financial statements, we have recorded an adjustment to opening retained earnings and accumulated depreciation. Our opinion is not modified with respect to that matter.

Baker Tilly Virchow Krause, LLP

New York, New York
June 19, 2017

CONSOLIDATED FINANCIAL STATEMENTS

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

**CONSOLIDATED BALANCE SHEET
As of December 31, 2016**

ASSETS

CURRENT ASSETS

Cash and cash equivalents	\$ 111,182
Accounts receivable	20,493,601
Inventories	1,357,689
Other current assets	1,425,416
Total Current Assets	<u>23,387,888</u>

Property and Equipment, net	310,233
Other Assets	178,413
Goodwill, net	<u>495,250</u>

TOTAL ASSETS	<u>\$ 24,371,784</u>
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LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES

Accounts payable and accrued expenses	\$ 16,530,963
Notes payable	3,032,598
Bank overdraft	490,000
Deferred revenue	315,753
Other current liabilities	714,755
Customer deposits	2,513,204
Total Current Liabilities	<u>23,597,273</u>

COMMITMENTS AND CONTINGENCIES

STOCKHOLDERS' EQUITY

Common stock, no par value, 200 shares authorized, 15 shares issued	-
Additional paid-in capital	774,511
Retained earnings	-
Total Stockholders' Equity	<u>774,511</u>

TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 24,371,784</u>
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See accompanying notes to consolidated financial statements.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

CONSOLIDATED STATEMENT OF INCOME
For the Year Ended December 31, 2016

REVENUE, NET	
Product sales	\$ 102,732,837
Services	24,323,705
Total Revenue, net	<u>127,056,542</u>
 COST OF REVENUE	
Product sales	95,614,685
Services	15,904,272
Total Cost of Revenue	<u>111,518,957</u>
 Gross Profit	<u>15,537,585</u>
 OPERATING EXPENSES	
Selling, general and administrative	15,291,292
Depreciation and amortization	308,246
Total Operating Expenses	<u>15,599,538</u>
 Loss from Operations	<u>(61,953)</u>
 OTHER INCOME	<u>1,345</u>
 Loss before Benefit from Income Taxes	(60,608)
 BENEFIT FROM INCOME TAXES	<u>264,235</u>
 NET INCOME	<u>\$ 203,627</u>

See accompanying notes to consolidated financial statements.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

**CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
For the Year Ended December 31, 2016**

	<u>Common Stock</u>		<u>Additional</u>	<u>Retained</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Paid-in</u>	<u>Earnings</u>	<u>Stockholders'</u>
			<u>Capital</u>		<u>Equity</u>
BALANCE, Beginning of Year	15	\$ -	\$ 3,375,000	\$ 2,647,216	\$ 6,022,216
Net Income	-	-	-	203,627	203,627
Distributions	-	-	(2,600,489)	(2,850,843)	(5,451,332)
BALANCE, END OF YEAR	15	\$ -	\$ 774,511	\$ -	\$ 774,511

See accompanying notes to consolidated financial statements.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

CONSOLIDATED STATEMENT OF CASH FLOWS
For the Year Ended December 31, 2016

CASH FLOWS FROM OPERATING ACTIVITIES	
Net income	\$ 203,627
Adjustments to reconcile net income to net cash flows from operating activities	
Depreciation and amortization	308,246
Changes in operating assets and liabilities	
Increase in accounts receivable	(1,128,101)
Increase in inventories	(19,696)
Decrease in other assets	138,089
Increase in accounts payable and accrued expenses	3,891,344
Decrease in deferred revenue	(874,682)
Increase in other current liabilities	79,709
Increase in customer deposits	1,412,811
Net Cash Flows from Operating Activities	<u>4,011,347</u>
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of equipment	(71,748)
Cash paid to purchase businesses	<u>(250,000)</u>
Net Cash Flows from Investing Activities	<u>(321,748)</u>
CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from note payable	1,823,279
Stockholders' distributions	<u>(5,451,332)</u>
Net Cash Flows from Financing Activities	<u>(3,628,053)</u>
Net Change in Cash and Cash Equivalents	61,546
CASH AND CASH EQUIVALENTS, Beginning of Year	<u>49,636</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 111,182</u>
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION	
Cash paid for interest	<u>\$ 68,996</u>
Cash paid for income taxes	<u>\$ 76,707</u>
NON CASH INVESTING ACTIVITY	
Contingent payment to purchase businesses	<u>\$ 280,000</u>

See accompanying notes to consolidated financial statements.

ASI SYSTEM INTEGRATION, INC. AND SUBSIDIARY

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS As of and for the Year Ended December 31, 2016

NOTE 1 - Organization and Summary of Significant Accounting Policies

Nature of Operations

ASI System Integration, Inc. ("ASI" or the "Company") was incorporated in the State of New York in June 2005. The Company is a wholly owned subsidiary of Fassa Corporation (an "S" Corporation). ASI is an independent provider of information technology ("IT") services and solutions. Representing the most influential original equipment manufacturer ("OEM") and solutions in the industry, ASI provides solutions from five tightly integrated business units: Consulting and Integration, Lifecycle Sourcing, Technology Services, Asset Disposition, and Technology Workforce Solutions. ASI enables business growth through an optimized and agile single point-of-contact that meets all of its clients' sourcing, integration, deployment, and IT management requirements.

ASI clients span the entire spectrum in terms of size and industries. Solutions are tailored to meet the specific needs of Corporate, Public Sector, and Reseller Clients including leaders in Fortune 1000 companies, financial institutions, insurance companies, real estate firms, legal firms, energy, health institutions, universities, OEM's, global system integrators, and traditional equipment resellers.

ASI's global headquarters are located in New York City, with an additional sales location in Chicago, Illinois and an integration facility located in New Hyde Park, New York. Their global alliances, partnerships, and OEM Authorizations afford ASI the ability to provide IT solutions to clients in multiple countries.

Technology Staffing Professionals LLC, a wholly owned subsidiary of ASI, provides staffing solutions through recruitment for direct hire, contract, and contract-to-hire options, as well as outplacement services.

On March 31, 2017, the Company entered into a stock purchase agreement with Computer Systems Support, Inc. ("CSS") and acquired all of the shares of CSS. CSS is a computer sales and engineering firm located in Miami, Florida. CSS specializes in infrastructure level implementations.

Basis of Presentation and Principles of Consolidation

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP"). All significant intercompany accounts and transactions have been eliminated in consolidation.

Cash and Cash Equivalents

The Company considers all highly liquid financial instruments with a maturity of three months or less when purchased to be cash equivalents.

Concentration of Credit Risk

The Company places its cash equivalents with high credit quality U.S. financial institutions. At various times throughout the year, the Company's cash deposits with any one financial institution may exceed the amount insured by the Federal Deposit Insurance Corporation (the "FDIC"). The Company has not experienced any losses of such amounts and management believes it is not exposed to any significant credit risk on its cash and cash equivalents.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of and for the Year Ended December 31, 2016

NOTE 1 - Organization and Summary of Significant Accounting Policies (cont.)

Use of Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from those estimates. Significant estimates reflected in the consolidated financial statements relate to useful lives of goodwill and property and equipment.

Accounts Receivable

Accounts receivable are uncollateralized, non-interest bearing customer obligations due under normal trade terms and generally requiring payment within 30 days of the invoice date. Accounts receivable are stated at the amount billed to the customer, net of sales tax.

Allowance for Doubtful Accounts

Management must make estimates of the uncollectability of accounts receivable. Management specifically analyzes accounts receivable and historical bad debts, customer concentrations, customer credit-worthiness, current economic trends, and changes in customer payment terms when evaluating the adequacy of the allowance for doubtful accounts. The Company considers all accounts receivable balances to be collectible at December 31, 2016. Accordingly, no allowance for doubtful accounts has been provided.

Inventories

Inventories are stated at the lower of cost or market using the first-in, first-out ("FIFO") method. As of December 31, 2016, the Company had approximately \$1,358,000 of inventories on hand, consisting entirely of computer hardware, software, and parts for resale. The Company writes off all obsolete and slow-moving inventories, and therefore does not record a reserve.

Property, Equipment and Depreciation

Property and equipment are stated at cost. Expenditures for repairs and maintenance are charged to expense as incurred. Depreciation and amortization are computed using the straight-line method over the estimated useful lives of the assets as follows:

	<u>Estimated Useful Lives</u>
Leasehold Improvements	Shorter of lease term or estimated useful life
Office Equipment	5 to 7 years
Furniture and Fixtures	5 to 7 years

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of and for the Year Ended December 31, 2016

NOTE 1 - Organization and Summary of Significant Accounting Policies (cont.)

Impairment of Long-lived Assets

The Company accounts for the carrying values of long-lived assets by evaluating the future cash flows (undiscounted and without interest charges) expected to be realized from the use of the asset and its eventual disposition. If the sum of the expected future cash flows from an asset is less than the carrying value, an impairment loss will be recognized. An evaluation of future cash flows is performed if, based on the facts and circumstances, recoverability would not be realized. There were no such write-downs for the year ended December 31, 2016.

Goodwill

Goodwill represents the excess of the purchase price over the fair value of the net assets acquired in business acquisitions. The Company has elected to account for its goodwill in accordance with Accounting Standards Update ("ASU") 2014-02, *Intangibles - Goodwill and Other* (Topic 350): *Accounting for Goodwill* (A Consensus of the Private Company Council). Topic 350 provides private companies an alternative for the subsequent accounting of goodwill whereby, if elected, goodwill should be amortized on a straight-line basis over ten years, or less than ten years if an entity demonstrates that another useful life is more appropriate.

The Company shall test goodwill for impairment if an event occurs or circumstances change that indicate that the fair value of the entity, or the reporting unit, may be below its carrying amount (a triggering event).

The Company amortizes its goodwill over a ten-year period and has elected to evaluate any impairment at the entity level.

Revenue Recognition

The Company recognizes revenue when the following four criteria are met: persuasive evidence of an arrangement exists, delivery has occurred or service has been rendered, the selling price is fixed or determinable, and collectability is reasonably assured. Sales are recorded net of estimated sales returns and allowances and sales tax and are recorded when the product ships and title passes to the customer which is typically Free on Board (FOB) shipping point. Customer deposits represents the portion of advance payments collected for which the revenue recognition criteria has not been met.

The Company derives a portion of its revenue from IT service agreements. The Company recognizes such revenue on a straight-line basis over the life of the service agreement, generally one year. Maintenance fees are recognized over the terms of the maintenance agreement. Deferred revenue represents the portion of service and maintenance fees collected but for which the term has not lapsed.

Shipping and Handling Costs

The Company has included shipping costs as a component of costs of goods sold, which amounted to approximately \$469,000 for the year ended December 31, 2016.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of and for the Year Ended December 31, 2016

NOTE 1 - Organization and Summary of Significant Accounting Policies (cont.)

Advertising

The cost of advertising is expensed as incurred. The Company incurred approximately \$98,000 in advertising expense for the year ended December 31, 2016.

Income Taxes

The Company has elected to be taxed as a Qualified Subchapter "S" Corporation under the Internal Revenue Code, and therefore is considered a disregarded entity within the consolidated return of Fassa. As a result, the Company is not subject to federal and certain state income taxes.

The Company follows the provisions of "Accounting for Uncertainty in Income Taxes", of the Accounting Standards Codification, which prescribes recognition thresholds that must be met before a tax position is recognized in the consolidated financial statements and provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. Under "Accounting for Uncertainty in Income Taxes", an entity may only recognize or continue to recognize tax positions that meet a "more-likely-than-not" threshold. All interest and penalties would be expensed as incurred. The Company has evaluated its tax position as of December 31, 2016 and does not have any material uncertain tax positions.

NOTE 2 - Acquisitions

General Information about the Acquisitions

On April 4, 2016, the Company entered into an asset purchase agreement with Sprocket Professional Services, LLC ("SPS"). The Company acquired certain assets, including a customer list and employee workforce of SPS. The estimated purchase price of SPS was \$330,000, including \$50,000 in cash and an estimated \$280,000 in future earn-out payments, which is included in other current liabilities on the consolidated balance sheet. As consideration to SPS, ASI is required to pay a one-time earn-out fee of 50% on all gross profit earned within the first period, as defined by the asset purchase agreement, and 25% of gross profit for the second period, as defined by the asset purchase agreement. The full purchase price was recorded to goodwill as no material tangible assets were acquired. The majority of the recognized goodwill will be deductible for tax purposes.

On July 5 2016, the Company entered into an asset purchase agreement with Truenetwork Solutions Inc. ("TSI") and acquired certain assets, including a customer list and employee workforce of TSI. The aggregate purchase price of TSI was \$200,000. The full aggregate purchase price was recorded to goodwill as no material tangible assets were acquired. The majority of the recognized goodwill will be deductible for tax purposes.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of and for the Year Ended December 31, 2016

NOTE 3 - Property and Equipment

Property and equipment consists of the following as of December 31, 2016:

Leasehold Improvements	\$ 3,010,391
Office Equipment	2,138,141
Furniture and Fixtures	<u>582,769</u>
	5,731,301
Less Accumulated Depreciation	<u>5,421,068</u>
Property and Equipment, net	<u>\$ 310,233</u>

Depreciation expense for the year ended December 31, 2016 approximated \$273,000.

In prior years, the Company used an accelerated depreciation method to record book depreciation. This is not appropriate for GAAP basis financial reporting and, accordingly, we have reflected an adjustment to opening retained earnings and accumulated depreciation of approximately \$316,000.

NOTE 4 - Goodwill

The following is a summary of goodwill at December 31, 2016:

	Amortization Period	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
Goodwill	10 Years	\$ 530,000	\$ 34,750	\$ 495,250

Goodwill is amortized over a 10-year period on a straight-line basis. Amortization expense for the year ended December 31, 2016 was approximately \$35,000.

NOTE 5 - Debt

The Company has a bank credit facility of up to \$40,000,000 from a financial institution which includes an accounts receivable facility of up to \$15,000,000 and an inventory floor plan facility of up to \$25,000,000. The credit agreement requires the Company to comply with various covenants, which the Company was not in compliance with as of December 31, 2016. The financial institution agreed to waive the requirement as of December 31, 2016. The credit facility is fully collateralized by all of the Company's assets and is guaranteed by Fassa.

The accounts receivable facility is limited to the borrowing base of \$15,000,000, which consists of a percentage of eligible accounts receivable, as defined, less lender reserves. The accounts receivable facility is subject to interest at the one-month LIBOR rate plus 250 basis points per annum. As of December 31, 2016, approximately \$3,033,000 was outstanding under the accounts receivable facility. Interest expense related to the facility agreement amounted to approximately \$69,000 for the year ended December 31, 2016.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of and for the Year Ended December 31, 2016

NOTE 5 - Debt (cont.)

The inventory floor plan facility is for inventory purchases and is interest-free for a period of 30 to 60 days depending on the vendor. The inventory floor plan facility can be increased by an additional \$15,000,000 for a total of \$40,000,000 as long as the aggregate amount of the accounts receivable facility and inventory floor plan facility do not exceed \$40,000,000. If the amounts are not repaid within this time period, an interest penalty is charged at the prime rate as defined by the financial institution. During the year ended December 31, 2016, the Company made all payments within the interest-free period and did not incur an interest penalty expense. The balance outstanding under the inventory floor plan facility is included within accounts payable. As of December 31, 2016, approximately \$4,865,000 was outstanding under the inventory floor plan facility.

On April 21, 2017, the Company amended its bank credit facility and its inventory floor plan facility to include CSS as a new borrower for both loans.

NOTE 6 - Pension Plan

The Company maintains a qualified plan under section 401(k) of the Internal Revenue Code for all full-time employees meeting certain service requirements. Under the plan, employees may defer up to 25% of their salary, subject to Internal Revenue Service limits. The Company has the option to make discretionary matching contributions. The Company did not make any discretionary matching contributions during the year ended December 31, 2016.

NOTE 7 - Related Party Transactions

The Company has an insurance agreement with ASI Insurance ("AI"), which was created on December 30, 2016 as a segregated account of Titan Property and Casualty Ltd. AI insures the risks of the Company and is owned by one of the shareholders' of Fassa. AI would qualify as a Variable Interest Entity and be consolidated into these consolidated financial statements; however, the activity was not material as of and for the year ended December 31, 2016.

The Company has outstanding loans receivable with related parties of approximately \$413,000 for the year ended December 31, 2016. These loans are non-interest bearing and included within other current assets on the consolidated balance sheet.

NOTE 8 - Stockholders' Equity

The Company made distributions of approximately \$5,451,000 during the year ended December 31, 2016. As the Company only had approximately \$2,851,000 of retained earnings and net income to distribute, additional paid-in capital was depleted by approximately \$2,600,000.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of and for the Year Ended December 31, 2016

NOTE 9 - Commitments and Contingencies

The Company leases offices and warehouses under operating leases expiring at various dates through 2019. Certain leases include rent escalation clauses and the Company is required to pay certain expenses such as utilities which are also subject to periodic increases in line with the Consumer Price Index, as defined.

At December 31, 2016, aggregate minimum rental commitments on all operating leases approximated as follows for the year ending December 31:

2017	\$ 878,000
2018	55,000
2019	<u>37,000</u>
Total	<u>\$ 970,000</u>

Rent expense approximated \$1,410,000 for the year ended December 31, 2016.

NOTE 10 - Concentrations

The Company derived revenue from one major customer approximating 33% for the year ended December 31, 2016. Accounts receivable related to this customer approximated 36% as of December 31, 2016.

NOTE 11 - Income Tax Refund

In 2016 the Company amended its tax returns for 2012, 2013, and 2014 due to incorrect income allocation in New York City. The Company received total refunds of approximately \$341,000 as a result of the amended returns. This amount is included in the benefit from income taxes line on the consolidated statement of income for the year ended December 31, 2016.

NOTE 12 - Subsequent Events

The Company has evaluated all subsequent events through June 19, 2017, which represents the date these consolidated financial statements were available to be issued. The Company is not aware of any subsequent events that would require recognition or disclosure in the consolidated financial statements, other than the events listed below and the amended credit agreement (Note 5).

On March 31, 2017, the Company entered into a stock purchase agreement with CSS and acquired all of the shares of CSS. The initial aggregate purchase price was \$5,000,000, of which \$2,500,000 was paid immediately and the balance shall be paid by two promissory notes, for \$2,000,000 and \$500,000, which bear interest at a rate of 15% and 5% per annum, respectively, and will become due in their entirety on April 1, 2020.

**ASI SYSTEM INTEGRATION, INC.
AND SUBSIDIARY**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of and for the Year Ended December 31, 2016

NOTE 12 - Subsequent Events (cont.)

Consideration for the Acquisition is comprised of the following:

Cash Paid	\$ 2,500,000
Promissory Notes	2,500,000
Post-Closing Adjustments	<u>95,003</u>
Total Purchase Price	5,095,003
Less Net Assets Acquired	<u>695,003</u>
Initial Calculated Goodwill	<u>\$ 4,400,000</u>

The above represents a tentative allocation between assets and goodwill. The Company is in the process of determining the fair value of the assets purchased and liabilities assumed; upon completion of this process, the Company will allocate the purchase price among the various assets acquired and determine the appropriate amount to be recognized as goodwill. The majority of the recognized goodwill will be deductible for tax purposes at the member level.

In February 2017, the Company acquired certain assets and liabilities of M-POWERTECH, LLC. The acquisition was done to expand their influence and market share in the industry. The aggregate purchase price was \$400,000, of which \$240,000 was paid immediately and the balance shall be paid by a promissory note, which bears interest at a rate of 2.5% per annum and will become due in its entirety on March 1, 2018. The Company is in the process of determining the fair value of the assets purchased and liabilities assumed; upon completion of this process, the Company will allocate the purchase price among the various assets acquired and determine the appropriate amount to be recognized as goodwill. The majority of the recognized goodwill will be deductible for tax purposes.

ASI System Integration, Inc.
Consolidated Financial Statements
For year ended December 31, 2015 and 2014
(Reviewed)

ASI System Integration, Inc.
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Malladi R. Shastry

Certified Public Accountant • 9 Caroline Drive, Dix Hills, New York 11746-8309 • Tel: (631) 752-2550 • Fax: (631) 536-2227

Report of Independent Accountant

To the Board of Directors and Shareholders of
ASI System Integration, Inc.

I have reviewed the accompanying consolidated balance sheets of ASI System Integration, Inc., a wholly owned subsidiary of Fassa Corp., as of December 31, 2015 and 2014, and the related statements of operations, stockholders' equity and cash flows for years then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the representation of the management of ASI System Integration, Inc.

A review consists principally of inquiries of company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, followed in the United States of America, the objectives of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly I do not express such an opinion.

Based on my review, I am not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with generally accepted accounting principles followed in the United States of America.

February 8, 2016



ASI System Integration, Inc.
Consolidated Balance Sheets
December 31, 2015 and 2014

	2015	2014
Assets		
Current assets		
Cash and cash equivalents	\$ 144,043	\$ 408,687
Accounts receivable, net of allowance	19,365,500	22,396,163
Inventories	1,337,993	1,777,106
Other current assets	1,552,659	748,762
Total current assets	<u>22,400,195</u>	<u>25,330,718</u>
Fixed assets, net	196,297	681,720
Other assets	189,259	201,259
Total assets	<u><u>\$ 22,785,751</u></u>	<u><u>\$ 26,213,697</u></u>
Liabilities & stockholders' equity		
Current liabilities:		
Accounts payable and accrued expenses	\$ 13,599,619	\$ 17,483,227
Note payable to financial institution	553,726	2,433,178
Deferred revenue	1,190,435	326,240
Other current liabilities	1,735,437	1,513,368
Total liabilities	<u>17,079,217</u>	<u>21,756,013</u>
Commitments and contingencies (Note 4)		
Stockholders' Equity		
Common stock (Authorized 200 shares of no par value, issued and paid up 15 shares)		
Paid-In Capital	3,375,000	3,375,000
Retained earnings	2,331,534	1,082,684
Total stockholders' equity	<u>5,706,534</u>	<u>4,457,684</u>
Total liabilities & stockholders' equity	<u><u>\$ 22,785,751</u></u>	<u><u>\$ 26,213,697</u></u>

The accompanying notes are an integral part of the consolidated financial statements

ASI System Integration, Inc.
Consolidated Statements of Operations
For year ended December 31, 2015 and 2014

	2015	2014
Revenue, net:		
Product sales	\$ 101,712,860	\$ 82,459,038
Services	24,010,996	26,282,252
Total revenue, net	<u>125,723,856</u>	<u>108,741,290</u>
Cost of revenue:		
Products sold	92,587,720	76,910,058
Services	14,489,051	15,817,596
Total cost of revenue	<u>107,076,771</u>	<u>92,727,654</u>
Gross profit	<u>18,647,085</u>	<u>16,013,636</u>
Operating expenses:		
Selling, general and administrative expenses	14,427,751	13,559,593
Operating income before depreciation	<u>4,219,334</u>	<u>2,454,043</u>
Depreciation:	533,817	794,739
Operating income	<u>3,685,517</u>	<u>1,659,304</u>
Other income	2,243	209,789
Income before tax	<u>3,687,760</u>	<u>1,869,093</u>
Income taxes	267,247	516,515
Net income	<u>\$ 3,420,513</u>	<u>\$ 1,352,578</u>
EBITDA	<u>\$ 4,289,346</u>	<u>\$ 2,748,016</u>

The accompanying notes are an integral part of the consolidated financial statements

ASI System Integration, Inc.
Consolidated Statements of Stockholders' Equity
For year ended December 31, 2015 and 2014

	Common Stock Shares	Paid-in Capital	Accumulated Retained Earnings	Total Stockholders' Equity
Balance, January 1, 2014	15	3,375,000	\$ 1,780,106	5,155,106
Net profit			1,352,578	1,352,578
Distributions			(2,050,000)	(2,050,000)
Balance, December 31, 2014	<u>15</u>	<u>\$ 3,375,000</u>	<u>\$ 1,082,684</u>	<u>\$ 4,457,684</u>
Balance, January 1, 2015	15	\$ 3,375,000	\$ 1,082,684	\$ 4,457,684
Net profit			3,420,513	3,420,513
Distributions			(2,171,663)	(2,171,663)
Balance, December 31, 2015	<u>15</u>	<u>\$ 3,375,000</u>	<u>\$ 2,331,534</u>	<u>\$ 5,706,534</u>

The accompanying notes are an integral part of the consolidated financial statements

ASI System Integration, Inc.
Consolidated Statements of Cash Flows
For year ended December 31, 2015 and 2014

	2015	2014
Cash flows from operating activities:		
Net income	\$ 3,420,513	\$ 1,352,578
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Depreciation & amortization	533,817	794,739
Changes in assets and liabilities		
Accounts receivable	3,030,662	457,934
Inventories	439,113	355,887
Other current assets	(803,897)	(552,340)
other assets	12,000	(79)
Accounts payable and accrued expenses	(3,883,608)	(1,759,703)
Deferred revenue	864,194	(11,186)
Other current liabilities	222,072	(1,546,211)
Net cash provided by (used in) operating activities	<u>3,834,866</u>	<u>(908,381)</u>
Cash flows from investing activities:		
Capital expenditures	(48,395)	(51,721)
Net cash used in investing activities	<u>(48,395)</u>	<u>(51,721)</u>
Cash flows from financing activities:		
Note payable to financial institution	(1,879,452)	1,609,757
Long term lease commitments	-	(8,201)
Distributions to stock holders	(2,171,663)	(2,050,000)
Net cash provided by (used in) financing activities	<u>(4,051,115)</u>	<u>(448,444)</u>
Net increase in cash and cash equivalents	<u>(264,644)</u>	<u>(1,408,546)</u>
Cash, beginning of year	408,687	1,817,233
Cash, end of year	<u>\$ 144,043</u>	<u>\$ 408,687</u>
Supplemental disclosure of cash flow information:		
Interest paid	\$ 67,768	\$ 84,184
Income taxes paid	\$ 267,247	\$ 516,515

The accompanying notes are an integral part of the consolidated financial statements

ASI System Integration, Inc.
Notes to Consolidated Financial Statements
December 31, 2015 and 2014

1. Summary of Significant Accounting Policies

Description of Business

ASI System Integration, Inc. ("ASI" or the "Company") was incorporated in the State and City of New York in June 2005. The Company is a wholly owned subsidiary of Fassa Corporation (an "S" Corporation). ASI is North America's leading independent provider of IT services and solutions. Representing the most influential OEMs and solutions in the industry, ASI provides solutions from five tightly integrated business units: Consulting & Integration, Lifecycle Sourcing, Technology Services, Asset Disposition, and Technology Workforce Solutions. ASI enables business growth through an optimized and agile single point-of-contact that meets all of its clients' sourcing, integration, deployment and IT management requirements. Through Cloud consulting, managed services, data center transformation services, and ITSM services, ASI provides virtualization services, network and storage consulting, and critical facilities services as well as support services, including mission critical services, installation and start-up services, and hardware and software support, as well as asset retirement solutions.

ASI clients span the entire spectrum in terms of size and industries. Solutions are tailored to meet the specific needs of Corporate, Public Sector, and Reseller Clients including leaders in Fortune 1000 companies, financial institutions, insurance companies, real estate firms, legal firms, energy, health institutions universities, original equipment manufacturers, global system integrators and traditional equipment resellers.

ASI Global headquarters is in New York City, occupying over 27,000 square feet with an additional sales location in Chicago, Illinois and a 60,000 square foot integration facility located in New Hyde Park, New York. Their global alliances, partnerships and OEM Authorizations affords ASI the ability to provide IT solutions to clients in multiple countries.

Principles of Consolidation

The Consolidated financial statements include the accounts of ASI and its wholly-owned subsidiary (collectively the "Company"). All significant intercompany accounts and transactions have been eliminated in consolidation.

Cash and Cash Equivalents

The Company considers all highly liquid financial instruments purchased with an original maturity of three months or less to be cash equivalents.

Accounts Receivable

Accounts receivable \$19,365,500 in 2015 and \$22,396,163 in 2014 outstanding are considered good and recoverable.

ASI System Integration, Inc.

Notes to Consolidated Financial Statements December 31, 2015 and 2014 (Continued)

Inventories

Inventories \$1,337,993 in 2015 and \$1,777,106 in 2014, consisting entirely of computer hardware, software and parts for resale, are stated at the lower of cost or market determined on a first-in, first-out basis.

Fixed Assets

Fixed assets are stated at cost less accumulated depreciation. The Company provides for depreciation on fixed assets, except for leases and leasehold improvements, on a straight-line basis over the estimated useful lives of the assets, generally three to seven years. Leases and leasehold improvements are amortized on a straight-line basis over the shorter of the estimated useful lives of the assets or the remaining term of applicable lease. Repairs and maintenance costs which do not extend the useful lives of the assets are expensed as incurred.

Recoverability of Long-Lived Assets

The Company reviews the recoverability of its long-lived assets on a periodic basis in order to identify business conditions which may indicate a possible impairment by evaluating the future Cash flows (undiscounted and without interest charges) expected to be realized from the use of the asset and its eventual disposition. If the sum of the expected future cash flows from an asset is less than the carrying value the impairment loss will be recognized.

Revenue Recognition

Products: Revenue from the sale of products is recognized when the products are shipped to customers and title passes.

Services: The Company derives a portion of its revenue from IT services that include service agreements, help desk services, consulting and integration services, asset recovery and recognizes such revenue on a straight-line basis over the life of the service agreement, generally one year. A portion of the Company's revenues is also derived pursuant to time and material contracts and such revenue is recognized as services are performed. Maintenance fees are recognized as revenue over the term of the maintenance agreement. Deferred revenue in the amount of \$1,190,435 in 2015 and \$326,240 in 2014 represents the unearned portion of revenues for service and maintenance agreements.

Concentration of Credit Risk and Major Customers

Financial instruments which potentially subject the Company to significant concentrations of credit risk consist principally of cash and cash equivalents and accounts receivable from blue chip companies of the Fortune 500. The Company maintains the majority of its cash and cash equivalents maintained with national financial institutions. Credit risk with respect to accounts receivable is minimized through management's periodic credit evaluations of its customers' financial condition. The Company generally does not require collateral to support accounts receivable.

ASI System Integration, Inc.**Notes to Consolidated Financial Statements December 31, 2015 and 2014 (Continued)**

For the period ended December 31, 2015 and 2014, the Company's 10 largest customers accounted for approximately 62 % and 54% of the net revenue and 56% and 69% of the accounts receivable balance respectively.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. The actual results could differ from those estimates.

Basis of Preparation

The accompanying financial statements have been prepared in accordance with generally accepted accounting principles. Accordingly, they do include of the information and disclosures normally required by generally accepted accounting principles followed in the United States of America for complete financial statements.

2. Fixed Assets

Fixed assets, net consisted of the following at December 31:

	2015	2014
Leasehold improvements	\$3,010,391	\$3,010,391
Cost of leases acquired	3,500,000	3,500,000
Office equipment	2,092,333	2,072,999
Furniture & Fixture	<u>556,827</u>	<u>527,767</u>
	9,159,551	9,111,157
Less: Accumulated depreciation, Amortization and impairment	<u>8,963,254</u>	<u>8,429,437</u>
	<u>\$ 196,297</u>	<u>\$ 681,720</u>

3. Debt:

The Company has a Credit Facility of \$40,000,000 from a Financial Institution which includes accounts receivable financing or Line of Credit (\$10,000,000) and floor plan financing (\$30,000,000). The Credit Facility is fully collateralized by all the company's assets and personal guarantees of the principal officers. The Company is to comply covenants of credit facility periodically and when not met a waiver is obtained from the financial institution.

ASI System Integration, Inc.

Notes to Consolidated Financial Statements December 31, 2015 and 2014 (Continued)

a) Line of Credit:

The borrowings under the accounts receivable financing are limited to the borrowing base of \$10,000,000, which consists of a percentage of eligible accounts receivable, as defined, less lender reserves. The financing is subject to an interest at the One (1) Month LIBOR rate plus 250 basis points per annum. As of December 31, 2015, the outstanding balance due to the financial institution was \$ 553,726. During year ended December 31, 2015 interest in the amount of \$67,768 was paid to the financial institution.

b) Floor Plan-Accounts Payable:

The Floor Plan is for inventory purchases and is interest free for a period of 30 to 60 days depending on the vendor and the interest at prime rate is charged as penalty thereafter by the financial institution. The balances outstanding under the floor plan were \$4,873,787 in 2015 and \$7,288,319 in 2014. These balances were interest free and included in accounts payable. So far the Company had made all payments on a timely basis when due and did not incur any penalties.

4. Commitments and Contingencies

Lease Commitments

The Company leases its facility under non-cancelable operating lease agreements that expire at various dates through December 2017, and is required to pay certain expenses such as utilities and are also subject to periodic increases in line with the Consumer Price Index, as defined. Future minimum payments under non-cancelable leases as of December 31, 2015 are as follows:

Lease Years ending December 31,	Obligation
2017	<u>699,069</u>
Total minimum lease payments	<u>\$ 699,069</u>

5. Defined Contribution Plan:

The company has a 401(K) plan under which employees of the Company who have completed three months of employment are eligible to participate. Employees can elect to contribute up to 25% of their wages not to exceed in any given year, a limitation set by Internal Revenue Service Regulations. The plan provides that matching discretionary contributions may be made by the Company. The Company has not made any contributions to the plan for the year ended December 31, 2015

6. Income Taxes:

The Company has elected to be taxed under a Qualified Subchapter S Subsidiary Corporation of the Internal Revenue Code. In lieu of corporate income taxes, the shareholders of an S Corporation are taxed on their proportionate share of the company's taxable income. As a result, the Company was not subject to federal income taxes. Relative State Taxes are paid by the Company.

RETAIL QUESTIONNAIRE

(To be completed by Applicant if Applicant checked either "YES" in Part II, Question Q of the Application for Financial Assistance)

- A. Will any portion of the Project (including that portion of the cost to be financed from equity or sources other than Agency financing) consist of facilities or property that are or will be primarily used in making retail sales to customers who personally visit the Project?

YES _____

NO _____

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. If the answer to Question A is YES, what percentage of the cost of the Project (including that portion of the cost to be financed from equity or sources other than Agency financing) will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project?

_____ %

- C. If the answer to Question A is YES, and the amount entered for Question B is greater than 33.33%, indicate whether any of the following apply to the Project:

1. Is the Project likely to attract a significant number of visitors from outside the economic development region (i.e., Nassau and Suffolk Counties) in which the Project is or will be located?

YES _____

NO _____

2. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services?

YES _____

NO _____

3. Will the Project be located in one of the following: (a) an area designated as an empire zone pursuant to Article 18-B of the General Municipal Law; or (b) a census tract or block numbering area (or census tract or block numbering area contiguous thereto) which, according to the most recent census data, has (i) a poverty rate of at least 20% for the year in which the data relates, or at least 20% of the households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates?

YES _____

NO _____

If the answer to any of the subdivisions 1 through 3 of Question C is YES, attach details.

- D. If the answer to any of the subdivisions 2 through 3 of Question C is YES, will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York? If YES, attach details.

YES ____

NO ____

- E. State percentage of the Applicant's annual gross revenues comprised of each of the following:

Retail Sales: ____%

Services: ____%

- F. State percentage of Project premises utilized for same:

Retail Sales: ____%

Services: ____%

The UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true, correct and complete.

Name of
Applicant:

Signature:

Name:

Title:

Date:

ENVIRONMENTAL ASSESSMENT FORM

FORM NYS-45

Attach most recent quarterly filing of Form NYS-45 and 45-ATT, as well as the most recent fourth quarter filing. Please remove the employee social security numbers and note which employees are part-time.

Quarterly Combined Withholding, Wage Reporting, And Unemployment Insurance Return



41339411

Reference these numbers in all correspondence:

Mark an **X** in only **one** box to indicate the quarter (a separate return must be completed for each quarter) and enter the year

UI Employer registration number	4740549	4
------------------------------------	---------	---

Withholding identification number 203074058 4

Employer legal name:

ASI SYSTEM INTEGRATION INC

Are dependent health insurance benefits available to any employee? Yes ☐ No ☐

If seasonal employer, mark an X in the box ☐

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Received date

Number of employees

Enter the number of full-time and part-time covered employees who worked during or received pay for the week that includes the 12th day of each month.

a First month

175

b. Second month

168

c. Third month

163

UI SK	Al	SI	W SK
----------	----	----	---------

Part A - Unemployment insurance (UI) information

Part B - Withholding tax (WT) information

- | | | |
|---|-------------------|----|
| 1. Total remuneration paid this quarter | 2764916 | 00 |
| 2. Remuneration paid this quarter in excess of the UI wage base since January 1 (see instr.) | 2319991 | 00 |
| 3. Wages subject to contribution (subtract line 2 from line 1) | 444925 | 00 |
| 4. UI contributions due
Enter your UI rate <input type="text" value="3"/> . <input type="text" value="52500"/> % | 15683 | 61 |
| 5. Re-employment service fund (multiply line 3 x .00075) | 333 | 69 |
| 6. UI previously underpaid with interest | 0 | 00 |
| 7. Total of lines 4, 5, and 6 | 16017 | 30 |
| 8. Enter UI previously overpaid | 0 | 00 |
| 9. Total UI amounts due (if line 7 is greater than line 8, enter difference) | 16017 | 30 |
| 10. Total UI overpaid (if line 8 is greater than line 7, enter difference and mark box 11 below) | 00 | 00 |
| 11. Apply to outstanding liabilities and/or refund | | |
| | 21. Total payable | |

- | | | |
|---|--------------------------|----|
| 12. New York State tax withheld | 132219 | 16 |
| 13. New York City tax withheld | 39251 | 85 |
| 14. Yonkers tax withheld | 0 | 00 |
| 15. Total tax withheld
(add lines 12, 13, and 14) | 171471 | 01 |
| 16. WT credit from previous quarter's return (see instr.) | 0 | 00 |
| 17. Form NYS-1 payments made for quarter | 171471 | 01 |
| 18. Total payments
(add lines 16 and 17) | 171471 | 01 |
| 19. Total WT amount due (if line 15 is greater than line 18, enter difference) ... | 0 | 00 |
| 20. Total WT overpaid (if line 16 is greater than line 15, enter difference here and mark an X in 20a or 20b)* | 0 | 00 |
| 20a. Apply to outstanding liabilities and/or refund | <input type="checkbox"/> | or |
| 20b. Credit to next quarter withholding tax | <input type="checkbox"/> | |
| due (add lines 9 and 19; make one to NYS Employment Contributions | 16017 | 30 |

* An overpayment of either UI contributions or withholding tax cannot be used to offset an amount due for the other.

Complete Parts D and E on back of form, if required.

Part C – Employee wage and withholding information

[illegible]**Totals** (column c must equal remuneration on line 1; see instructions for exceptions)

Sign your return: I certify that the information on this return and any attachments is to the best of my knowledge and belief true, correct, and complete.

Signature (see instructions)

 Signer's name (please print)

Title

Date _____

8/14/2017

Telephone number

405

722

6900

**Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return-Attachment**



Withholding identification number:

203074058 4

Employer legal name:

ASI SYSTEM INTEGRATION INC

Mark an X in the applicable box(es):

A. Original ☒ or Amended return ☐
 Jan 1 - Mar 31 ☐ Apr 1 - Jun 30 ☒ July 1 - Sep 30 ☐ Oct 1 - Dec 31 ☐ Year 17 Y Y
 1 2 3 4

B. Other wages only reported on this page ☐

C. Seasonal employer ☐

Quarterly employee/payee wage reporting information (Do not enter negative numbers in columns c, d, and e; see instructions)				Annual wage and withholding totals If this return is for the 4th quarter or the last return you will be filing for the calendar year, complete columns d and e.			
a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter		d Gross federal wages or distribution (see instr.)	e Total NYS, NYC, and Yonkers tax withheld		
	ALONZO RONALD	8993	60				
	ARJUN BHRAMILA	8669	78				
	BEATTY CLARISSA	10744	89				
	RILEY ALONZO M	9449	89				
	TOLNO LAKEYSHA E	9035	88				
	VIVANCO SUSANA	10419	29				
	SEHAB IFTIKAR	6989	29				
	ALGU DEONAUTH	18846	17				
	BINDRA SARANJIT	52500	00				
	BLOOMFIELD DARREN D	7812	00				
	CADET MARIO	18846	17				
	CARDENAS JOHNNY	9540	30				
	PERALTA LUIS	9826	95				
	COOMBS HERBERT A	14403	83				
	PEREZ DAVID	9039	90				
	HOLLIMON LARONDA	8577	60				
Page No. 1 of 12 Total this page only		213695	54				
If first page, enter grand totals of all pages		2764916	96				

Contact information (see instructions)	Name Craig Boelte	Daytime telephone number (405)7226900
--	----------------------	---

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Postmark

Received date

Mail to: **NYS EMPLOYMENT CONTRIBUTIONS AND TAXES**
PO BOX 4119
BINGHAMTON NY 13902-4119

**Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return - Attachment**



Withholding identification number:

203074058

4

Employer legal name:

ASI SYSTEM INTEGRATION INC

Mark an X in the applicable box(es):

A. Original ☒ or Amended return ☐

Jan 1 - Mar 31 ☐ Apr 1 - Jun 30 ☒ July 1 - Sep 30 ☐ Oct 1 - Dec 31 ☐ Year 17 Y Y

B. Other wages only reported on this page ☐

C. Seasonal employer ☐

Quarterly employee/payee wage reporting information (Do not enter negative numbers in columns c, d, and e; see instructions)			Annual wage and withholding totals If this return is for the 4th quarter or the last return you will be filing for the calendar year, complete columns d and e.		
a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter	d Gross federal wages or distribution (see instr.)	e Total NYS, NYC, and Yorkers tax withheld	
	FRANCIS MARK	8797 57			
	JOSLYN SABRINA T	6730 80			
	JODKO JOANNA	12115 39			
	PAIGE ANIYSA	9019 29			
	BURNETT-DUNKLEY DOMINIQUE	13461 56			
	CHABRA SURINDER	161538 51			
	CHAMBERS LEVAR	13971 72			
	COYLE ERIN	24685 29			
	MACHADO KENNETH	6730 71			
	CHENG KEVIN	29615 39			
	GEORGE JASON	8428 27			
	JACKSON-COLEMAN CYDNEY	7728 00			
	MILLS DAVE	12115 39			
	RICKETTS JOHN	8960 00			
	SHAHAR EYAL	13271 34			
	SCAFFA MATTHEW	14269 29			
Page No. 2 of 12 Total this page only		351438 52			
If first page, enter grand totals of all pages					

Contact information
(see instructions)

Name
Craig Boelte

Daytime telephone number
(405)7226900

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BINGHAMTON NY 13902-4119

Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return-Attachment



Withholding identification number:

203074058

4

Employer legal name:

ASI SYSTEM INTEGRATION INC

Mark an X in the applicable box(es):

A. Original ☒ or Amended return ☐

Jan 1 - Mar 31 ☐ 1 Apr 1 - Jun 30 ☒ 2 July 1 - Sep 30 ☐ 3 Oct 1 - Dec 31 ☐ 4 Year 17 Y Y

B. Other wages only reported on this page ☐

C. Seasonal employer ☐

Quarterly employee/payee wage reporting information (Do not enter negative numbers in columns c, d, and e; see instructions)			Annual wage and withholding totals If this return is for the 4th quarter or the last return you will be filing for the calendar year, complete columns d and e.		
a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter	d Gross federal wages or distribution (see instr.)	e Total NYS, NYC, and Yonkers tax withheld	
	CREESE TESSEL	8076 95			
	NUGID DEMYAN	23307 72			
	CALLENDER ADIEL	7071 36			
	SADIK FAROUD	12764 43			
	PENA RAMIN	4019 07			
	CREGAN LIAM	13461 56			
	CULZAC CALVERT	8642 34			
	DELISO AL	16153 90			
	DONSKY THOMAS	16104 56			
	JUSTINIEN MACKENSY	8697 20			
	MACDERMANT KRISTOFER	67334 44			
	LOPEZ DERRICK	6528 00			
	DOUGHERTY MICHAEL	719 23			
	LIANG CARLOS	7532 84			
	ESBRAND DORIN	11125 95			
	PASCAL PILUS	9448 37			
Page No. 3 of 12 Total this page only		220987 92			
If first page, enter grand totals of all pages					

Contact information
(see instructions)

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**Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return-Attachment**

0K374



61329416

Withholding identification number:

203074058

4

Employer legal name:

ASI SYSTEM INTEGRATION INC

Mark an X in the applicable box(es):

A. Original ☒ or Amended return ☐

Jan 1 - Mar 31 ☐ Apr 1 - Jun 30 ☒ July 1 - Sep 30 ☐ Oct 1 - Dec 31 ☐ Year 17 ☐ Y ☐ Y

B. Other wages only reported on this page ☐

C. Seasonal employer ☐

Quarterly employee/payee wage reporting information (Do not enter negative numbers in columns c, d, and e; see instructions)			Annual wage and withholding totals If this return is for the 4th quarter or the last return you will be filing for the calendar year, complete columns d and e.		
a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter	d Gross federal wages or distribution (see instr.)	e Total NYS, NYC, and Yonkers tax withheld	
	GILES JASON	9423 12			
	FORTI STEVEN	46153 86			
	HIDALGO MERCEDES	7840 00			
	FOSTER WESLEY	9692 34			
	GALVEZ ENRIQUE	18846 17			
	SHERMAN MICHAEL	9818 05			
	HUSSAIN AMJAD	7989 96			
	O CONNOR JAVAN	7174 84			
	ESCHRICH MATTHEW	21538 51			
	ORTIZ-PACHECO LEAH	6720 00			
	AHMED TAYYEB	8504 45			
	BAILEY SADIQUE	8338 40			
	GRIFFITH SHAWN	9224 08			
	NIMENEH EDMOND	6462 40			
	STONE MARC	8870 56			
	JORDAN LEYAH	7394 48			
Page No. 4 of 12 Total this page only		193991 22			
If first page, enter grand totals of all pages					

Contact information
(see instructions)

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Daytime telephone number
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Received date

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BINGHAMTON NY 13902-4119

**Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return-Attachment**



Withholding identification number:

203074058

4

Employer legal name:

ASI SYSTEM INTEGRATION INC

Mark an X in the applicable box(es):

A. Original ☒ or Amended return ☐

Jan 1 - Mar 31 ☐ Apr 1 - Jun 30 ☒ July 1 - Sep 30 ☐ Oct 1 - Dec 31 ☐ Year 17 Y Y

B. Other wages only reported on this page ☐

C. Seasonal employer ☐

Quarterly employee/payee wage reporting information (Do not enter negative numbers in columns c, d, and e; see instructions)			Annual wage and withholding totals If this return is for the 4th quarter or the last return you will be filing for the calendar year, complete columns d and e.		
a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter	d Gross federal wages or distribution (see instr.)	e Total NYS, NYC, and Yonkers tax withheld	
	FRYE MICHAEL	16153 83			
	HAMPTON LEAH	8076 95			
	BALKISSOON DENISHA	6798 06			
	MARTE MADELINE	8770 13			
	ADAMS STEVEN	8391 57			
	GRIMES DANIEL	10500 00			
	HASSAN FAZIL	16153 90			
	HAZEL GEORGE	37097 52			
	HERMAN MICHAEL	28312 29			
	HOIST ALLEN	10420 12			
	VANDECRUISE DOLLY	6567 20			
	SMITH DENNIS	6900 00			
	ARACHCIGE MANIL	7537 60			
	LOCASCIO JACLYN	11576 95			
	DAVIES SHAMEIKA	8076 95			
	LI XIA CHONG	975 20			
Page No. 5 of 12 Total this page only		192308 27			
If first page, enter grand totals of all pages					

Contact information
(see instructions)

Name
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Daytime telephone number
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Received date

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PO BOX 4119
BINGHAMTON NY 13902-4119

**Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return-Attachment**

0K374



61329416

Withholding identification number:

203074058

4

Employer legal name:

ASI SYSTEM INTEGRATION INC

Mark an X in the applicable box(es):

A. Original ☒ or Amended return ☐

Jan 1 - Mar 31 ☐ Apr 1 - Jun 30 ☒ July 1 - Sep 30 ☐ Oct 1 - Dec 31 ☐ Year 17 Y Y

B. Other wages only reported on this page ☐

C. Seasonal employer ☐

Quarterly employee/payee wage reporting information (Do not enter negative numbers in columns c, d, and e; see instructions)			Annual wage and withholding totals If this return is for the 4th quarter or the last return you will be filing for the calendar year, complete columns d and e.		
a Social security number	b Last name, first name, middle initial	c Total LI remuneration paid this quarter	d Gross federal wages or distribution (see instr.)	e Total NYS, NYC, and Yonkers tax withheld	
	LUCIANO CHRISTINE	1961 55			
	FILASKI ROBERT	53846 17			
	DYM TREVOR	11949 22			
	ANKOBLAH KOFI	605 70			
	JEREZ ROBERT	6497 66			
	WONG CHI	7774 92			
	BURNETT QUINN	7429 92			
	REYES MARCIALA	1540 80			
	LACHAPEL JOSE	8059 06			
	REID MILTON	8559 78			
	GRIER SHADELE	7537 60			
	PILLAPAKKAM KAUSHIK S	5944 92			
	SIMS GERARD A	37695 00			
	HAMILTON JANICE	9649 21			
	STOLLBERG BARRY	37692 34			
	HOPKINS SCOTT T	19653 90			
Page No. 6 of 12 Total this page only		226397 75			
If first page, enter grand totals of all pages					

Contact information
(see instructions)

Name
Craig Boelte

Daytime telephone number
(405)7226900

For office use only
Postmark

Received date

Mail to: NYS EMPLOYMENT CONTRIBUTIONS AND TAXES
PO BOX 4119
BINGHAMTON NY 13902-4119

Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return-Attachment

Withholding identification number:

203074058

4

Employer legal name:

ASI SYSTEM INTEGRATION INC

Mark an X in the applicable box(es):

A. Original ☒ or Amended return ☐Jan 1 - Mar 31 ☐ 1 Apr 1 - Jun 30 ☒ 2 July 1 - Sep 30 ☐ 3 Oct 1 - Dec 31 ☐ 4 Year 17 Y YB. Other wages only reported on this page ☐C. Seasonal employer ☐

Quarterly employee/payee wage reporting information (Do not enter negative numbers in columns c, d, and e; see instructions)			Annual wage and withholding totals If this return is for the 4th quarter or the last return you will be filing for the calendar year, complete columns d and e.			
a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter	d Gross federal wages or distribution (see instr.)	e Total NYS, NYC, and Yorkers tax withheld		
	IBANEZ RICKY	12615 39				
	ILYAS MOHAMMAD	13461 56				
	JACKSON DANIELLE	548 00				
	JAIKARAN DAVENAND	9263 38				
	JEAN-CHARLES RUTH	7807 73				
	JIMENEZ SALLY	7000 00				
	HUANG JEFFERSON	7420 00				
	FAIZAN MUHAMMAD	7109 39				
	NAZIM SARAH	5798 00				
	ROSEBOOM JAMES	7275 01				
	SMITH CASSANDRA	8076 95				
	BONVICIN DAVID	35000 00				
	PEAT NORBERT	10531 86				
	JOHNSON MEGAN	10238 47				
	BONNETT MURIEL	3015 38				
	KAUR INDERJIT	14211 89				
Page No. 7 of 12 Total this page only		159373 01				
If first page, enter grand totals of all pages						

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a	b	c		d		e	
Social security number	Last name, first name, middle initial	Total UI remuneration paid this quarter		Gross federal wages or distribution (see instr.)		Total NYS, NYC, and Yonkers tax withheld	
	KESO ANDREA	8041	94				
	KHAN ABDOOL	7942	34				
	KINGSTON KURL	17883	04				
	KLIMKIEWICZ MICHAEL	17313	05				
	LAVIA KURT	13461	56				
	LAWRENCE MCNAMARA	9153	90				
	LEE MICHAEL	13461	56				
	LESSEY IAN	9153	90				
	GARCIA MELISSA	5186	55				
	MALIK AHMED	24249	17				
	MALIK SHAHIN	13236	17				
	MAMMANO CHRISTOPHER	74807	73				
	SUDDUTH ROBBYNE	4617	40				
	MULLEN CHARLANA	21166	05				
	NABIBAKSH SAFRAZ	7269	29				
	NAGPAL ASHWANI	54017	12				
Page No. 8 of 12		Total this page only		300960		77	
If first page, enter grand totals of all pages							

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	OURO AGBAMDJALLA TCHA BOUN	9151 24			
	OUTLAW BONITA J	9491 54			
	PAGAN CINDY	9423 12			
	PALMER MICHAEL	11433 96			
	PAQUETTE ROBERT	15384 61			
	PEREZ NICHOLAS A	10723 36			
	PERILLO BRYN SON	26923 12			
	PINEIRO MATTHEW	26923 12			
	PINEIRO JR ANGEL L	59018 61			
	PISCOPO LOUIS J	24496 39			
	RAGHU ALIEA	10057 73			
	RAMKIRATH RABINDRANANTH	8076 95			
	RILEY KATHLEEN	25884 68			
	RIVAS MARINA	9889 60			
	ROBERTS SHAUN	6730 78			
	RODRIGUEZ ROBERTO J	8005 36			
Page No. 9 of 12 Total this page only		271614 17			
If first page, enter grand totals of all pages					

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BINGHAMTON NY 13902-4119

**Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return-Attachment**

0K374



61329416

Withholding identification number:

203074058

4

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B. Other wages only reported on this page ☐

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Quarterly employee/payee wage reporting information (Do not enter negative numbers in columns c, d, and e; see instructions)			Annual wage and withholding totals If this return is for the 4th quarter or the last return you will be filing for the calendar year, complete columns d and e.		
a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter	d Gross federal wages or distribution (see instr)	e Total NYS, NYC, and Yonkers tax withheld	
	ROMANOWSKI MARK	60576 95			
	ROSE RAVINELL	10153 87			
	ROSE MERVIN	7269 29			
	SANLES-SANTOS JOSE	13461 56			
	SCHENKEL NOEL	91175 73			
	SCOTT VIVIAN	17903 90			
	SHAMEEM RAZEEN B	7000 00			
	SHIWRATAN DWARKA P	7000 00			
	SINGH JASBIR	6369 26			
	SINGLETON JOSEPH	20908 58			
	SOTO ELIZABETH	9819 25			
	STEVENS RONALD N	8945 42			
	STEWART ROBERTO	8993 60			
	TALUJA HARPREET	69807 68			
	TATUM SHARON	9705 85			
	TAYE SEBLE W	9153 90			
Page No. 10 of 12 Total this page only		358244 84			
If first page, enter grand totals of all pages					

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Received date

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BINGHAMTON NY 13902-4119

**Quarterly Combined Withholding, Wage Reporting,
And Unemployment Insurance Return-Attachment**



Withholding identification number:

203074058 4

Employer legal name:

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A. Original ☒ or Amended return ☐
 Jan 1 - Mar 31 ☐ Apr 1 - Jun 30 ☒ July 1 - Sep 30 ☐ Oct 1 - Dec 31 ☐ Year 17 Y Y
 1 2 3 4

B. Other wages only reported on this page ☐

C. Seasonal employer ☐

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a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter	d Gross federal wages or distribution (see instr.)	e Total NYS, NYC, and Yonkers tax withheld	
	TAYLOR RICHARD	10769 29			
	TAYLOR JEFFREY H	13103 14			
	THAKUR RAVINDRA	43076 95			
	THOMAS ANDREW	13179 11			
	VALIENTE DORIS	9153 90			
	VIRGO SEAN	9262 40			
	WILLARD JORDAN	38230 78			
	WYNNE RONALD L	8997 76			
	ESPINOSA JULIO	9262 40			
	PEREZ CODY P	9205 96			
	LANARO STEPHANIE	21923 13			
	KADER ABDUL	6720 00			
	DELCID ENNIO	10096 17			
	WALTERS STEVE	32307 73			
	CADETTE MOSES	6160 00			
	DE LOS SANTOS ROBERTO	6434 40			
Page No. 11 of 12 Total this page only		247883 12			
If first page, enter grand totals of all pages					

Contact information (see instructions)	Name Craig Boelte	Daytime telephone number (405)7226900
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a Social security number	b Last name, first name, middle initial	c Total UI remuneration paid this quarter	d Gross federal wages or distribution (see instr)	e Total NYS, NYC, and Yonkers tax withheld		
	MALIK USMAN A	9247 85				
	WRIGHT SHELLIE E	4390 46				
	ULYSSE SCHNEIDER	6160 00				
	TKACHEV IGOR	8223 52				
	GORDON HOWARD	0 00				
	THOMAS DENZEL	0 00				
	FALLON CATHERINE	0 00				
	ZAMIDAR SHAHEED	0 00				
	BRISTOL IVAN B	0 00				
	ROBINSON GLASTON	0 00				
	OGORMAN-DINARDO DAX	0 00				
	JAMAL MURTAZA	0 00				
	FREDERICK TERELLE	0 00				
	RAMIREZ DIANA	0 00				
	WALKER TABENA ANN	0 00				
	SHERIDAN BARBARA	0 00				
Page No. 12 of 12 Total this page only		28021 83				
If first page, enter grand totals of all pages						

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OTHER ATTACHMENTS

EXHIBIT A

Upon acceptance of the Application by the Agency for processing and completion of the Cost/Benefit Analysis, the Agency will attach a proposed PILOT Schedule hereto, together with an estimate of the net tax benefit/cost of the proposed PILOT Schedule.

EXHIBIT B

Fair Housing/Equal Housing Opportunity Policy to be adopted by Agency Applicants for Housing Projects

As part of our continuing effort to ensure compliance with federal, state, and local anti-discrimination laws, we would like to take this opportunity to remind you of our policies regarding equal housing opportunity. It is important for all employees to review his or her own actions in light of these requirements and for everyone to keep in mind the importance of treating all persons equally.

It is the policy and practice of this company not to engage in or assist the efforts of others to engage in housing discrimination. Consistent with that policy, we remind you that the antidiscrimination laws of the United States, New York State, and local laws are quite specific in the area of housing, and in conformance with those laws, you must not engage in any of the following conduct during the course of your work for this company:

1. Refuse to show, rent, sell, negotiate for the rental or sale of, or otherwise make unavailable or deny, housing to any person because of race, color, religion, creed, sex/gender, familial status (having or expecting a child under 18), national origin, ethnicity, disability, marital status, age, sexual orientation, military status, source of income or status as survivor of domestic violence (each a "prohibited basis");
2. Discriminate against any person in the terms, conditions or privileges of a rental or sale or in the provision of services or facilities in connection therewith because of a prohibited basis;
3. Make any verbal or written statement with respect to the rental or sale of housing that indicates any preference, limitation or discrimination concerning a prohibited basis, or any statement indicating an intention to make any such preference, limitation or discrimination;
4. Represent to any person because of a prohibited basis that any housing or unit is not available for inspection, rental or sale when such apartment is in fact so available;
5. Steer persons into or away from certain areas of a building, development or neighborhood because of a prohibited basis;
6. Refuse to provide a reasonable accommodation in rules, policies, practices or services for tenants, buyers, or applicants with disabilities; and
7. Refuse to allow a reasonable modification to individual units or common areas for tenants, buyers, or applicants with disabilities.

We are firmly committed to the goal of fair housing. You should understand that any violation of this Fair Housing/Equal Housing Opportunity Policy will lead to discipline, up to and including discharge.

EXHIBIT C

Sample Fair Housing Posters

U. S. Department of Housing and Urban Development



EQUAL HOUSING
OPPORTUNITY

**We Do Business in Accordance With the Federal Fair
Housing Law**

(The Fair Housing Amendments Act of 1988)

**It is illegal to Discriminate Against Any Person
Because of Race, Color, Religion, Sex,
Handicap, Familial Status, or National Origin**

- | | |
|---|---|
| <input type="checkbox"/> In the sale or rental of housing or residential lots | <input type="checkbox"/> In the provision of real estate brokerage services |
| <input type="checkbox"/> In advertising the sale or rental of housing | <input type="checkbox"/> In the appraisal of housing |
| <input type="checkbox"/> In the financing of housing | <input type="checkbox"/> Blockbusting is also illegal |

Anyone who feels he or she has been
discriminated against may file a complaint of
housing discrimination:

1-800-669-9777 (Toll Free)

1-800-927-9275 (TTY)

www.hud.gov/fairhousing

U.S. Department of Housing and
Urban Development
Assistant Secretary for Fair Housing and
Equal Opportunity
Washington, D.C. 20410

Previous editions are obsolete

Form HUD-928.1 (6/2011)

HOUSING
DISCRIMINATION IS
SOMETIMES **BLATANT**,
SOMETIMES **SUBTLE**,
BUT ALWAYS UNLAWFUL.

DO YOU SUSPECT YOU HAVE BEEN DISCRIMINATED AGAINST BECAUSE OF YOUR AGE, RACE, DISABILITY, FAMILIAL STATUS, OR BECAUSE YOU ARE A MEMBER OF OTHER PROTECTED CLASSES? IF YOU WITNESS OR EXPERIENCE DISCRIMINATION, CONTACT THE NEW YORK STATE DIVISION OF HUMAN RIGHTS AT 1-888-392-3644 OR WWW.DHR.NY.GOV

This advertisement was developed and produced by the New York State Division of Human Rights as part of its ongoing effort to educate the public about housing discrimination.

NEW YORK
STATE
DIVISION OF
HUMAN
RIGHTS

NY
800033



EXHIBIT D
Requirements for Affirmative Marketing Plans for Housing Projects

Affirmative marketing plans submitted by the Applicant shall be required only for affordable or “workforce” units and shall contain the following information:

1. Street address, village, town, zip code, and census tract number for the Project;
2. Number of affordable units to be marketed and whether they will be available for rent or purchase;
3. The number, if any, and location of market rate units included in the Project;
4. Whether the housing will be “housing for older persons”, defined as at least 80% occupancy of units with at least one person 55 or older or 100% occupancy of persons age 62 or older;
5. A description of how units will be advertised for sale or rental prior to first occupancy, including whether Applicant will utilize its own website, commercial websites, print media outlets, social media outlets such as Facebook, a sign at the project site, mailings, leaflets/flyers, brochures, and other forms of advertising;
6. A statement that the Applicant will use fair housing logo or phrase “Equal Housing Opportunity” on all advertising described above;
7. A statement that the Applicant will distribute written information regarding the availability of affordable units at the project to a list of organizations provided to the Applicant by the Agency, which list may be updated annually;
8. Whether the Applicant will conduct the marketing and initial rent-up or sales itself or contract with a third-party;
9. A statement that an initial application period with a specific start and end date will be utilized for accepting applications for consideration for the initial rental of the units and that the period will last for at least thirty (30) days after the marketing described in this plan is commenced. In addition, a statement that following the initial application period, all the applications submitted during the initial application period will be considered through the use of a lottery and not on a first-come first-served basis, unless the number of applications received during the initial application period is less than the total number of units available for rental.
10. A statement that the Applicant will maintain records of the activities it undertakes to implement its marketing plan.