

**NASSAU COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY**

**APPLICATION FOR FINANCIAL ASSISTANCE**

**APPLICATION OF:**

Pull Corporation, \_\_\_\_\_

**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.

12/21/16

\_\_\_\_\_  
DATE

**PART I. APPLICANT**

A. APPLICANT FOR FINANCIAL ASSISTANCE:

Name: Pall Corporation

Address: 25 Harbor Park Dr., Port Washington, NY 11050

Fax: \_\_\_\_\_

NY State Dept. of Labor Reg #: \_\_\_\_\_ Federal Employer ID #: 1153133

NAICS Code #: 5417 Industrial Goods/ Scientific Services

Website: www.pall.com

Name of CEO or Authorized Representative Certifying Application: Adam I. Mandelbaum

Title of Officer: Assistant General Counsel

Phone Number: (516) 484-5400 E-Mail: adam\_mandelbaum@pall.com

Consultant: Thomas Stringer, BDO Consulting, 100 Park Avenue, New York, NY 10017

Phone: 631.871.3318 Fax: 212.697.1299

E-Mail: tstringer@bdo.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 1962

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

C. APPLICANT COUNSEL:

Firm name: \_\_\_\_\_

Address: Nixon Peabody LLP

Primary Contact: Denise Pursley, Practice Group Leader – Real Estate

Phone: (516) 832-7542

Fax: \_\_\_\_\_

E-Mail: dpursley@nixonpeabody.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>DH Holdings, Corp.</u>	<u>100</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:

See Attachment A to Schedule I  
\_\_\_\_\_

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 X

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

Parent: Danaher Corporation

Subsidiaries and Sister Corporations: See Attachment A

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 X NO \_\_\_

In 2008, Applicant executed a straight lease transaction with the Nassau County IDA.

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 X

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 X

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:

Name	Title	Other Business Affiliation
Blair, Rainer Michael	Director & President	
Lutz, Robert S.	Director and Vice President	
McFaden, Frank T.	Director, VP and Treasurer	
Baratelli, Yves	Officer	
Burnett, Brian E.	Officer	
Carroll, Henry	Officer	
Colvin, Cathleen	Officer	
Cornell, Brett A.	Officer	
Egholm, Michael	Officer	
MaeGibbon, Patricia	Officer	
Mandelbaum, Adam	Officer	
Munslow, Christina	Officer	
Narasimhan, Naresh	Officer	

O'Reilly, James F.	Officer
Schwertner, Charles A.	Officer
Smith, Martin	Officer

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

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

1. (a) Location: 25 Harbor Park Drive, Port Washington, NY 11050

(b) Number of Employees: Full-Time: 283 Part-Time: 0

(c) Annual Payroll, excluding benefits: \$28,300,000

(d) Type of operation (e.g. manufacturing, wholesale, distribution, retail, etc.) and products or services: R&D center with some high level corporate functions

(e) Size of existing facility real property (i.e., acreage of land): Lot A: 364,162 sf  
Lot B: 208,714sf

(f) Buildings (number and square footage of each): Approximately 272,142 sf

(g) Applicant's interest in the facility

FEE TITLE:  LEASE:  OTHER (describe below):

The Applicant owns the facility.

Other New York Locations:

Address	# Employees/Payroll	Type of Operation	Real Property	Interest in Facility	Lease Expiration and
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					Annual Rent
3643 State Route 281 Cortland, NY 13045	Full-time: 586 Part-time: 2 Payroll: \$42,333,485	Industrial	228,173 sf	Own	N/A
225 Marcus Blvd. Hauppauge, NY	Full-time: 80 Part-time: 4 Payroll: \$5,044,245	Industrial	75,000 sf	Own	N/A

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 X

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 \_\_\_ NO X

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

YES X NO \_\_\_

In August 2015, Pall was acquired by Danaher Corporation, a global life sciences company, and became an indirect, wholly owned subsidiary of Danaher. As Pall is integrated into Danaher, executives are developing strategies to increase efficiencies, including streamlining the real estate portfolio.

Pall is evaluating its long-term real estate and human resources needs in New York as well as facilities in Florida and Massachusetts. By the end of 2016, the Company will determine the optimal location for the headquarters and laboratory functions currently located at 25 Harbor Park Drive in Port Washington. The Company is considering several options including remaining at the current building in Port Washington,



relocating to another facility on Long Island, or relocating all or some operations and employees to other Pall facilities outside of New York including the Company's Life Sciences Center of Excellence in Westborough, Massachusetts or facilities in DeLand and New Port Richey, Florida.

In recent years, several employees and departments were relocated from Port Washington to other out-of-state facilities, including Payroll, which relocated to New Port Richey, FL; Information Technology, which relocated to DeLand, FL; Cash Operations and Accounts Payable, which relocated to Malaysia; and certain laboratory functions, which were sent to various locations outside the United States.

- 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 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.

YES \_\_\_ NO X

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

Pall Corporation is a global leader in high-tech filtration, separation, and purification, serving the diverse needs of customers across the broad spectrum of life sciences and industry. The Headquarters and certain laboratory functions are located in Port Washington.

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

Name: \_\_\_\_\_

Relationship to Applicant: \_\_\_\_\_

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

**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): \_\_\_\_\_

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

- New Construction of a Facility  
Square footage: \_\_\_\_\_
- Addition to Existing Facility (*To be addressed separately by owner KISS'S Application*)  
Square footage of existing facility: \_\_\_\_\_  
Square footage of addition: \_\_\_\_\_
- Renovation of Existing Facility  
Square footage of area renovated: approximately 90,000 to 100,000 sf being leased by Pall  
Square footage of existing facility: 272,142
- Acquisition of Land/Building  
Acreage/square footage of land: \_\_\_\_\_  
Square footage of building: \_\_\_\_\_
- Acquisition of Furniture/Machinery/Equipment  
List principal items or categories:  
The Company will purchase furniture and fixtures, laboratory equipment, and other technology.
- Other (specify): \_\_\_\_\_

- 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:

Pall Corporation ("Pall" or the "Company") is a global leader in high-tech filtration, separation, and purification technologies serving the diverse needs of customers in the life sciences and industrial sectors.

- Pall Life Sciences provides cutting-edge products and services to meet the demanding needs of customers discovering, developing and producing biotech drugs, vaccines, cell therapies and classic pharmaceuticals. Pall offers advanced medical technologies, which are often a patient's last line of defense from dangerous pathogens.
- Pall Industrial serves a diverse range of customers in the microelectronics, aerospace, fuels, petrochemical, chemical, automotive, and power generation industries. Pall is a key supplier to the innovative and demanding semiconductor and consumer electronics industries, and provides filtration products used in critical applications on commercial and military aerospace vehicles.

Pall has served as an integral part of Long Island's industrial and innovation economy since 1953 when the Company purchased its first industrial facility in Glen Cove. Pall expanded its footprint and moved into its current Port Washington facility in 2008. The Port Washington location is home to Pall's world headquarters and serves as a research and development hub.

In August 2015, Pall was acquired by Danaher Corporation ("Danaher"), a global life sciences company, and became an indirect, wholly owned subsidiary of Danaher. As Pall continues its integration with Danaher, executives look to develop and implement strategies for increased efficiency, including streamlining the Company's current real estate portfolio. Pall is evaluating its long-term real estate and human resources needs in New York as well as at out of state facilities in Florida and Massachusetts. By the end of 2016, the Company will determine the optimal location for the headquarters and laboratory functions currently located at 25 Harbor Park Drive in Port Washington. Options include remaining at the current building, relocating to another facility on Long Island, or relocating all or some operations and employees to other Pall facilities outside of New York including the Company's Life Sciences Center of Excellence in Westborough, Massachusetts or facilities in DeLand and New Port Richey, Florida. In recent years, several employees and departments were relocated from Port Washington to out of state facilities, including Payroll, which relocated to New Port Richey, FL; Information Technology,

which relocated to DeLand, FL; Cash Operations and Accounts Payable, which relocated to Malaysia; and certain laboratory functions, which were sent to various locations outside the United States.

The region has a critical need to retain this project, the Company's highly skilled professional workforce, and economic and fiscal impact of the business and its employees. In recent years, Long Island has lost several headquarters operations, including Arrow Electronics, First Data and Sbarro.

If Pall remains in Port Washington, the Company will invest approximately \$4 million in machinery and equipment, and lease approximately 90,000 to 100,000 sf of office and lab space. (Pall would sell the property to a developer and enter into a sale-leaseback agreement.) Under this scenario, the Company would to retain 225 full-time jobs, paying an average annual salary of \$100,000.

The project will be primarily self-funded along with Capital Grant Assistance From the Empire State Development Corporation. The Company seeks to continue its partnership with the Nassau County IDA in order manage costs and demonstrate the location's long-term viability to Danaher management as they re-align the real estate portfolio to streamline or eliminate redundant facilities and operations. The Company proposes a variety of measures to manage costs and continue to operate successfully in Port Washington and as such requests the following from the Nassau County IDA:

- Waiver of any repayment penalties that would be incurred under the 2008 Nassau County IDA agreement or any other;
- A new, 10-year PILOT agreement with an option to extend for 5 years in concert with a lease renewal/ extension;
- A freeze on taxes, subject to a certiorari reduction as the property is currently over assessed, at the post certiorari level for five years, then to escalate by 1.56% annually for the remainder of term;
- Exemptions of sales tax incurred for the new project; and
- Continued support for the Company as it pursues state incentives with Empire State Development and utility rate reductions with New York Power Authority.

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 \_\_\_\_\_

Financial assistance from the Nassau County IDA is critical to retain the project in Port Washington. Pall has relocated hundreds of jobs from Long Island in an effort to improve efficiency. This will continue unless costs in Port Washington become more competitive with other company locations.

- 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.

Pall would likely relocate the jobs and operations currently in Port Washington to other company locations.

- F. Location of Project:

Street Address: 25 Harbor Park Dr.

City/Village(s): Port Washington

Town(s): North Hempstead

School District(s): Lot 15A Port Washington-4 Lot 15B: Roslyn -3

Tax Map Section: 6 Block: 087 Lot: 15A and 15B

Census Tract Number: 3014

- G. Present use of the Project site: The project site currently serves as the Applicant's world headquarters and houses research and development operations for the Applicant.

- 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):

Current taxes are: \$1,986,629

General: S                     

School: S                     

Village: S                     

- (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  X

NO

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

Applicant currently owns the facility. If Applicant decides to remain in Port Washington, it will sell the property to a developer and lease back 90,000 to 100,000 sf. For a 10-year term with an option to renew for five years.

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.)

The location will continue to serve as a major R&D center and will house administrative, finance, legal and research and development operations for the Company.

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:

To be determined by new developer. Applicant will have no role in leasing to third parties.

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.

Not applicable.

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

YES X NO     

1. Describe present zoning/land use: Commercial

2. Describe required zoning/land use, if different: Not applicable.

3. If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements:

Not applicable.

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      NO X

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

YES  X  NO

If YES, indicate:

- (a) Date of purchase:  1989
- (b) Purchase price:  \$19 million
- (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 proposed Project will retain 225 professional jobs in the community. The Project will have no impact on current infrastructure and public services.

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

Architect: \_\_\_\_\_  
 Engineer: \_\_\_\_\_  
 Contractors: \_\_\_\_\_  
 \_\_\_\_\_

NOTE: Applicant's project involves the investment in machinery and equipment. The project does not include any new construction. The Company will not hire architects or engineers or a general contractor. The minor renovations will be performed by the Company.

- 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 X

- 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 X NO \_\_\_\_

The project presents an opportunity to retain a major research and development center and key administrative operations in Nassau County. In recent years, several of Long Island's public companies and major facilities have moved out of the region following acquisitions by out of state corporations. This project would signify a coordinated effort by the State of New York, Nassau County IDA and the Company to keep high paying professional, managerial and life sciences jobs in the region.



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

YES X

NO \_\_\_\_

Applicant is in the eighth year of a Payment in Lieu of Tax Agreement with the IDA.

**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	\$2 million _____
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)	\$2 million _____
11.	Other Soft Costs (describe)	\$ _____
12.	Other (describe)	\$ _____
	Total	\$4 million _____

Above are the estimated costs of construction, renovation, equipment and machinery, including furniture and fixtures, laboratory equipment, and other technology. There are no other costs or fees associated with this project at this time.

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: _____	\$ 2 million (ESD grant)
f.	Other Loans:	\$ _____
g.	Equity Investment: (excluding equity attributable to grants/tax credits)	\$2 million _____
	TOTAL	\$4 million _____

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

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  X

G. Construction Cost Breakdown:

Total Cost of Construction: \$4,000,000 (sum of 2-5 and 10 in  
Question A above – *NOTE:*  
*Includes FF&E*)

Cost for materials: \$3,000,000  
% Sourced in County: \_\_\_\_\_ %  
% Sourced in State: \_\_\_\_\_ % (incl. County)

Cost for labor: \$1,000,000  
% Sourced in County: \_\_\_\_\_ %  
% Sourced in State: \_\_\_\_\_ % (incl. County)

Cost for "other": \$ \_\_\_\_\_  
% Sourced in County: \_\_\_\_\_ %  
% Sourced in County: \_\_\_\_\_ % (incl. County)

The breakdown of construction costs is not applicable to this project.

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:

The estimated current payroll below is for the 283 employees who work on site in Port Washington.

	Present	First Year	Second Year	Third Year
Full-time:	\$28,300,000	\$22,500,000	\$22,500,000	\$22,500,000
Part-time: <sup>1</sup>	_____	_____	_____	_____

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		
Professional	\$100,000 average	\$17,000 average
Administrative		
Production		
Supervisor		
Laborer		
Independent Contractor <sup>2</sup>		
Other		

<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		
Administrative		

<sup>1</sup> 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).

<sup>2</sup> As used in this chart, this category includes employees of independent contractors.

Production		
Supervisor		
Laborer		
Independent Contractor <sup>2</sup>		
Other		

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 \_\_\_\_\_ NO  X

(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:

Not applicable

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

None

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

Not applicable %

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)?

\_\_\_\_\_ %

<sup>2</sup> As used in this chart, this category includes employees of independent contractors.

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

The Company's payroll and activity with suppliers and vendors generates economic and fiscal impact in the form of local sales taxes and property taxes.

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>Majority of purchases</u>	_____
Year 2	\$ _____	<u>are from out of state</u>	_____
Year 3	\$ _____	<u>suppliers</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:

The Project will retain the headquarters of a long-time Long Island company and 225 professional jobs in Nassau County. The Project will use state-of-the art equipment and retain innovative research and development activities in the region.

F. Estimated Value of Requested Financial Assistance:

Estimated Value of Sales Tax Benefit: \$345,000 *TJS AS per IDA*  
(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: \$ Not applicable *TJS AS per IDA*  
(i.e., principal amount of mortgage loans multiplied by [1.05%])

Estimated Property Tax Benefit:

Will the proposed Project utilize a property tax exemption benefit other than from the Agency (if so, please describe): Yes, Applicant is looking for a certiorari agreement to reduce taxes, because PILOT payment is currently above where current taxes are.

Term of PILOT Requested: 15 years

Existing Property Taxes on Land and Building: \$ 1,986,629.00

Doc #05-475170.1

Estimated Property Taxes on completed Project: \$1,496,000.00  
(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:

Not applicable



**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 ___ | NO <u>X</u> | <u>0</u> % complete |
|    | (b) Environmental Remediation | YES ___ | NO <u>X</u> | <u>0</u> % complete |
|    | (c) Foundation                | YES ___ | NO <u>X</u> | <u>0</u> % complete |
|    | (d) Footings                  | YES ___ | NO <u>X</u> | <u>0</u> % complete |
|    | (e) Steel                     | YES ___ | NO <u>X</u> | <u>0</u> % complete |
|    | (f) Masonry                   | YES ___ | NO <u>X</u> | <u>0</u> % complete |
|    | (g) Interior                  | YES ___ | NO <u>X</u> | <u>0</u> % complete |
|    | (h) Other (describe below):   | YES ___ | NO <u>X</u> | <u>0</u> % 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?

Applicant expects to acquire new equipment in 2017.

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

Applicant expects to acquire new equipment in 2017.

**PART VI. ENVIRONMENTAL IMPACT**

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

There will be no adverse environmental impact.

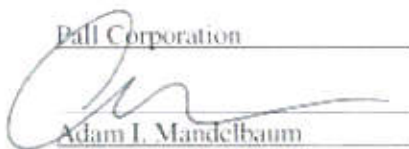
B. Is an environmental impact statement required by Article 8 of the N.Y. Environmental Conservation Law (i.e., the New York State Environmental Quality Review Act)?

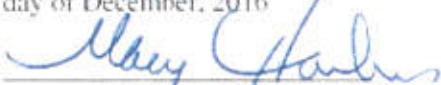
YES      NO   X  

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: Pall Corporation  
Signature:   
Name: Adam L. Mandelbaum  
Title: Assistant General Counsel  
Date: 12/21/16

Sworn to before me this 21st day of December, 2016  
  
Notary Public  
MARY HARKINS  
Notary Public, State of New York  
01HA6031288  
Qualified in Nassau County  
My Commission Expires September 27, 2017

**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.

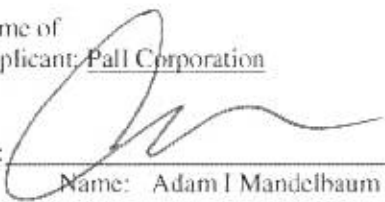
**SIXTH:**

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.

Name of  
Applicant: Pall Corporation

By:   
Name: Adam I Mandelbaum  
Title: Assistant General Counsel

**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 experts and consultants (if deemed necessary or advisable by the Agency), and (ii) all other expenses 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:

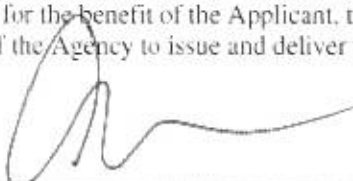
- (A) Taxable Bond Issues Six-tenths (6/10) of one percent (1%) for the first twenty million dollars (\$20,000,000) of total project costs and, if applicable, two-tenths (2/10) of one percent (1%) for any additional amounts in excess of twenty million dollars (\$20,000,000) of total project costs.
- (B) Tax-Exempt Bond Issues – Six-tenths (6/10) of one percent (1%) of total project costs.
- (C) General Counsel Fee – One-tenth (1/10) of one percent (1%) of total project costs, with a minimum fee of \$2,000.
- (D) 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.
- (E) 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: Adam I. Mandelbaum  
Title: Assistant General Counsel

Doc #05-475170.1

Subscribed and affirmed to me this 21st  
day of December, 2016

  
Notary Public

MARY HARKINS  
Notary Public, State of New York  
01HA6031288  
Qualified in Nassau County  
My Commission Expires September 27, 20 17

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**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-MN	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>
_____	_____	_____
_____	_____	_____
_____	_____	_____
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>
_____	_____	_____
_____	_____	_____
_____	_____	_____
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:

<u>SQ. FOOTAGE</u>	<u>LOCATION</u>
Raw Materials used for production of manufactured goods	_____
Finished product storage	_____
Component parts of goods manufactured at the facility	_____
Purchased component parts	_____
Other (specify)	_____
<b>TOTAL</b> _____	

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.

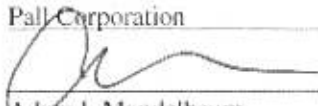
- B. The Applicant will be required to file annually a statement with the New York State Department of Taxation and Finance and the Agency of the value of all sales or use tax exemptions claimed in connection with the Project by reason of the involvement of the Agency.
- C. The following information 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 be 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:	Pall Corporation
Signature:	
Name:	Adam J. Mandelbaum
Title:	Assistant General Counsel
Date:	12/21/16

**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: Pall Corporation  
 Address: 25 Harbor Park Drive, Port Washington, NY 11050  
 Type of Business: Global supplier of filtration, separations and purification products  
 Contact Person: Adam I. Mandelbaum, Assistant General Counsel Tel. No.: (516) 801-9589

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:<sup>4</sup></u>			<u>Estimate of Number of Residents of the LMA<sup>5</sup> that would fill such jobs by the third year</u>
		<u>1 year</u>	<u>2 years</u>	<u>3 years</u>	
<u>Management</u>	_____	_____	_____	_____	_____
<u>Professional</u>	<u>283</u>	<u>225</u>	<u>225</u>	<u>225</u>	<u>225</u>
<u>Administrative</u>	_____	_____	_____	_____	_____
<u>Production</u>	_____	_____	_____	_____	_____
<u>Supervisor</u>	_____	_____	_____	_____	_____
<u>Laborer</u>	_____	_____	_____	_____	_____
<u>Independent Contractor</u>	_____	_____	_____	_____	_____

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

<sup>5</sup> 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.

Other (describe) \_\_\_\_\_

Please indicate the number of temporary construction jobs anticipated to be created in connection with the acquisition, construction and/or renovation of the Project: Not applicable

Please indicate the estimated hiring dates for the new jobs shown above and any special recruitment or training that will be required:

Not applicable.

Are the Applicant's employees currently covered by a collective bargaining agreement?

YES \_\_\_\_\_

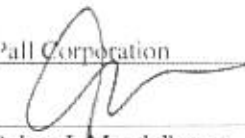
NO X \_\_\_\_\_

IF YES, Union Name and Local: \_\_\_\_\_

Please note that the Agency may utilize the foregoing employment projections, 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 above number of jobs, types of occupations and amount of payroll with respect to the proposed project.

Attached hereto as Schedule H is a true, correct and complete copy of the Applicant's most recent Quarterly Combined Withholding, Wage Reporting, and Unemployment Insurance Return (Form NYS-45-MN). Upon request of the Agency, the Applicant shall provide such other or additional information or documentation as the Agency may require with respect to the Applicant's current employment levels in the State of New York.

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>Pall Corporation</u>
Signature:	
Name:	<u>Adam I. Mandelbaum</u>
Title:	<u>Assistant General Counsel</u>
Date:	<u>12/21/16</u>

**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 \_\_\_\_

NO \_\_\_\_

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: \_\_\_\_\_

\_\_\_\_\_

Names of all current users, occupants or tenants of the to-be-removed plant or facility: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

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 \_\_\_\_

NO \_\_\_\_

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

Addresses of the to-be-abandoned plants or facilities: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Names of all current occupants of the to-be-abandoned plants or facilities:

\_\_\_\_\_

\_\_\_\_\_

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 \_\_\_\_\_

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 \_\_\_\_\_

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 \_\_\_\_\_

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: \_\_\_\_\_

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_



**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:   0   %

Services: \_\_\_\_\_ %

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

Retail Sales:   0   %

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: \_\_\_\_\_

**APPLICANT'S FINANCIAL ATTACHMENTS**

Pall Corporation's 2014 10K is included with this application.

**ENVIRONMENTAL ASSESSMENT FORM**

## Short Environmental Assessment Form

### Part 1 - Project Information

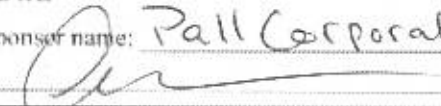
#### Instructions for Completing

**Part 1 - Project Information.** The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

<b>Part 1 - Project and Sponsor Information</b>							
Name of Action or Project: Pall Corporation Port Washington headquarters project							
Project Location (describe, and attach a location map): 25 Harbor Park Dr., Port Washington, NY 11050							
Brief Description of Proposed Action: Pall Corporation proposes to invest approximately \$4 million in machinery and equipment, and lease approximately 90,000 to 100,000 sf of office and lab space at 25 Harbor Park Dr. (Pall would sell the property to a developer and enter into a sale-leaseback agreement.)							
Name of Applicant or Sponsor: Adam Mandelbaum, Assistant General Counsel, Pall Corporation		Telephone: 516-484-5400 E-Mail: adam_mandelbaum@pall.com					
Address: 25 Harbor Park Dr.							
City/PO: Port Washington		State: NY	Zip Code: 11050				
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.			<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 50%; text-align: center;">NO</th> <th style="width: 50%; text-align: center;">YES</th> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table>	NO	YES	<input checked="" type="checkbox"/>	<input type="checkbox"/>
NO	YES						
<input checked="" type="checkbox"/>	<input type="checkbox"/>						
2. Does the proposed action require a permit, approval or funding from any other governmental Agency? If Yes, list agency(s) name and permit or approval:			<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 50%; text-align: center;">NO</th> <th style="width: 50%; text-align: center;">YES</th> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table>	NO	YES	<input checked="" type="checkbox"/>	<input type="checkbox"/>
NO	YES						
<input checked="" type="checkbox"/>	<input type="checkbox"/>						
3.a. Total acreage of the site of the proposed action? _____ acres							
b. Total acreage to be physically disturbed? _____ 0 acres							
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? _____ acres							
4. Check all land uses that occur on, adjoining and near the proposed action.							
<input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input checked="" type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban) <input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input type="checkbox"/> Other (specify): _____ <input type="checkbox"/> Parkland							

	NO	YES	N/A
5. Is the proposed action, a. A permitted use under the zoning regulations?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b. Consistent with the adopted comprehensive plan?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? If Yes, identify: _____	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Are public transportation service(s) available at or near the site of the proposed action?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
c. Are any pedestrian accommodations or bicycle routes available on or near site of the proposed action?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
9. Does the proposed action meet or exceed the state energy code requirements? If the proposed action will exceed requirements, describe design features and technologies: _____	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10. Will the proposed action connect to an existing public/private water supply? If No, describe method for providing potable water: _____	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
11. Will the proposed action connect to existing wastewater utilities? If No, describe method for providing wastewater treatment: _____	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
12. a. Does the site contain a structure that is listed on either the State or National Register of Historic Places?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Is the proposed action located in an archeological sensitive area?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody? If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: <input type="checkbox"/> Shoreline <input type="checkbox"/> Forest <input type="checkbox"/> Agricultural/grasslands <input type="checkbox"/> Early mid-successional <input type="checkbox"/> Wetland <input type="checkbox"/> Urban <input checked="" type="checkbox"/> Suburban			
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. Is the project site located in the 100 year flood plain?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes, a. Will storm water discharges flow to adjacent properties? <input type="checkbox"/> NO <input type="checkbox"/> YES	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? If Yes, briefly describe: <input type="checkbox"/> NO <input type="checkbox"/> YES _____ _____			

18. Does the proposed action include construction or other activities that result in the impoundment of water or other liquids (e.g. retention pond, waste lagoon, dam)? If Yes, explain purpose and size: _____ _____ _____	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe: _____ _____ _____	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe: _____ _____ _____	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>I AFFIRM THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE</b> Applicant/sponsor name: <u>Pall Corporation</u> Date: <u>1/5/16</u> Signature: <u></u>		

**FORM NYS-45-MN**

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



**OTHER ATTACHMENTS**

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

## ATTACHMENT A

## Subsidiaries and Sister Corporations

Company Name	Country
Russell Associates Inc.	United States
Rochem Separation Systems, Inc.	United States
PT Pall Filtration Indonesia	Indonesia
PLLN C.V.	Netherlands
Pall-PASS US, LLC	United States
Pall Verwaltungsgesellschaft Mit Beschränkter Haftung	Germany
Pall UK Holdings Limited	United Kingdom
Pall Technology UK Limited	United Kingdom
Pall Technologies S. A.	Argentina
Pall South Africa (Pty)Ltd	South Africa
Pall Slovakia s.r.o.	Slovakia
Pall Singapore Taiwan Branch Holding Company Pte Ltd	Singapore
Pall Saudi International Limited Co.	Saudi Arabia
Pall S. A. R. L. A. U.	Morocco
Pall Puerto Rico, Inc.	United States
Pall Poland Limited or Pall Poland Sp. z.o.o.	Poland
Pall Norge AS	Norway
Pall Norden AB	Sweden
Pall New Zealand Ltd	New Zealand
Pall Netherlands B.V.	Netherlands
Pall Modultechnik GmbH	Germany
Pall Middle East FZE	United Arab Emirates
Pall Medistad B.V.	Netherlands
Pall Medical Products, Inc.	United States
Pall Manufacturing UK Limited	United Kingdom
Pall Lux Holdings S.à r.l.	Luxembourg
Pall Life Sciences Puerto Rico, LLC	Puerto Rico
Pall Life Sciences Mexico, S. de R.L. de C.V.	Mexico
Pall Life Sciences Belgium B.V.B.A	Belgium
Pall Korea Ltd	Korea, Republic of
Pall Italia S.R.L.	Italy
Pall International Sarl	Switzerland
Pall International Holdings, Inc.	United States
Pall International Financing, LLC	United States
Pall International Corporation	United States

Pall Industrial Membranes, LLC	United States
Pall India Pvt Ltd	India
Pall GmbH	Germany
Pall GeneDisc Technologies SAS	France
Pall France SAS	France
Pall ForteBio LLC	United States
Pall ForteBio Holdings, LLC	United States
Pall ForteBio Analytics (Shanghai) Co., Ltd	China
Pall Filtration Pte Ltd	Singapore
Pall Filtration and Separations Group Inc.	United States
Pall Filtersystems GmbH	Germany
Pall Filter Specialists, Inc.	United States
Pall Filter (Beijing) Co. Ltd.	China
Pall Export Sales Ltd	Jamaica
Pall Exekia S.A.S.	France
Pall European Holdings Limited	United Kingdom
Pall Europe Limited	United Kingdom
Pall Eurasia L.L.C.	Russian Federation
Pall Espana, S.A.	Spain
Pall do Brasil Ltda.	Brazil
Pall Deutschland Holding GmbH & Co. KG	Germany
Pall Deutschland Beteiligungs-GmbH	Germany
Pall Corporation Filtration & Separations (Thailand) Ltd	Thailand
Pall Corporation	United States
Pall bvba	Belgium
Pall Biomedical, Inc.	United States
Pall Austria Filter Ges.m.b.h.	Austria
Pall Australia Pty Ltd	Australia
Pall Austar Packaging Technology (Beijing) Co., Ltd.	China
PALL AUSTAR Lifesciences Limited	Hong Kong
Pall Asian Holdings BV	Netherlands
Pall Asia International Ltd.	Hong Kong
Pall Asia Holdings, Inc.	United States
Pall Artelis sprl	Belgium
Pall Aeropower Corporation	United States
Pall Acquisition LLC	United States
Pall (Schweiz) AG	Switzerland
Pall (Philippines) Inc.	Philippines
Pall (Malaysia) Sdn Bhd	Malaysia
Pall (Canada) Limited	Canada
Nihon Pall Manufacturing Limited	Japan

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Nihon Pall Ltd.	Japan
Gelman Sciences Inc.	United States
FSI Sul Americana Industria Comercio E Servicos Ltda	Brazil
FSI Leasing, LLC	United States
FSI Export Company	United States
Filter Specialists UK Limited	United Kingdom
Filter Specialists International GmbH	Germany
Filter Specialists International FZE	United Arab Emirates
Filter Specialists India Private Limited	India
Filter Specialists Inc. de Servicios S. de R.L.	Mexico
Filter Specialists Inc. de Mexico S. de R.L. de C.V.	Mexico
Filter Specialists (Shanghai) Co., Ltd	China
Argentaurum AG	Switzerland