Mr. Steven D. Hill  
Executive Director  
Governor’s Office of Economic Development  
555 E. Washington Avenue, Suite 5400  
Las Vegas, NV 89101

Dear Mr. Hill:

Faraday Future (FF) is in receipt of the August 1, 2017 letter from the Nevada Governor’s Office of Economic Development (GOED) which requested documentation from FF supporting that FF continues to have a qualified project in North Las Vegas.

As you are aware, on July 10, 2017, FF issued an Official Statement that we were putting our North Las Vegas, Nevada development project on hold. Moreover, on August 7, 2017, FF formally announced that it had elected to manufacture at another location, less than 200 miles from Los Angeles - at an existing and vacant 1,000,000 square foot facility in Hanford, California. The site is situated next to an available 26 acre parcel with existing rail alongside the property which can be developed as FF plant growth requirements increase.

Consequently, FF acknowledges that it no longer has a qualified project in North Las Vegas as that term is defined in NRS chapter NRS 360.

Therefore, FF hereby relinquishes and waives any and all claims, which it now has or may have had in the future, to any monies in the trust fund, including any interest and/or income, and hereby instructs GOED through the Department of Taxation to dissolve the trust fund and distribute the funds in accordance with Nevada state law.

FF appreciates very much the cooperation and support it has received from the State of Nevada as well as from the City of North Las Vegas. Although our plans in your State did not come to fruition, we hope that in the future as we grow and expand, we can establish operations in your area.
We also want to thank you and your team for the support you personally provided to us.

Sincerely,

[Signature]

O. Kevin Vincent
Director of Regulatory and Safety Affairs
Faraday Future

e   kevin.vincent@ff.com

c   424.295.2555
   FF.com
BEFORE THE BOARD OF ECONOMIC DEVELOPMENT

In re FF Inc. aka Faraday Future
Application for Transferable Tax Credits and Tax Abatements

Notice of Intent to Review Qualified Project Designation
And Status of Trust Fund

Notice is hereby given that the Board of Economic Development will, at its September 19, 2017 meeting, review the continuing eligibility of FF Inc. aka Faraday Future’s 3.4 million square foot electric vehicle manufacturing facility as a “Qualified Project” as that term is defined in Nevada Revised Statutes chapter 360.

Notice is hereby further given that if the Board of Economic Development determines that FF Inc. aka Faraday Future no longer has a Qualified Project, it may order the Trust Fund set up pursuant to its January 2016 Order dissolved and the monies contained therein distributed to the appropriate governmental entities.

Notice is hereby further given that FF Inc. aka Faraday Future has the right to appear on its own behalf at the September 19, 2017 meeting and present oral and/or written testimony supporting the Qualified Project designation.

Dated: September 11, 2017

By the Nevada Governor’s Office of Economic Development
CERTIFICATE OF SERVICE

I hereby certify that I have this day served a
Notice of Intent to Review Qualified Project Designation and Status of Trust Fund
and
NRS 241B.033 Open Meeting Law Notice
upon FF Inc. aka Faraday Future by hand delivering a copy thereof to:

Mr. Detrick Sanford
Senior Manager of Government Relations
Faraday Future

Dated this _11th_ day of September, 2017

By:

Michael Dang
Nevada Governor's
Office of Economic Development
Section 2
Faraday Future Official Statement

We at Faraday Future are significantly shifting our business strategy to position the company as the leader in user-ship personal mobility -- a vehicle usage model that reimagines the way users access mobility. As a result of this shift in direction, we are in the process of identifying a manufacturing facility that presents a faster path to start-of-production and aligns with future strategic options.

Accordingly, we have decided to put a hold on our factory at the APEX site in North Las Vegas. As the land owner, we remain committed to the buildout of the APEX site for long-term vehicle manufacturing and firmly believe North Las Vegas is an ideal place for us to be.

We would like to thank our partners in Nevada for their continued support throughout this process: Governor Sandoval and his office of Economic Development, Clark County and Mayor John Lee and the North Las Vegas officials.

More details on Faraday Future’s new strategy will be shared in the coming weeks.

Detrick Sanford
Senior Manager Government Relations
Faraday Future
Section 3
Tuesday, August 01, 2017

Mr. Dag Reckhorn
Global VP, Manufacturing
and Andrew Wolstan
Senior Corporate Counsel
Faraday Future Inc. (FF Inc.)
18455 S. Figueroa St.
Gardena, CA 90248

Re: Continuing Eligibility of Qualified Project

Dear Mr. Reckhorn:

As a result of Faraday Future's public statement that it would be putting a hold on building its factory at the APEX site in North Las Vegas, the Nevada Governor's Office of Economic Development ("Office") has questions as to whether, in fact, Faraday Future continues to have a "Qualified Project" as that term is defined in Nevada Revised Statutes chapter 360.

Faraday Future submitted its application for various abatements on December 21, 2015. The proposed Nevada facility in that application consisted of an Electric Vehicle Assembly Manufacturer with expected operations in the third to fourth quarter of 2017. Based on the application and following a public meeting on January 22, 2016, the Board of Economic Development of the Nevada Governor's Office of Economic Development determined that the described 3.4 million square foot electric vehicle manufacturing facility designed to assemble up to 150,000 vehicles was a "Qualified Project."

Pursuant to NRS 360.894, the Office hereby requests that Faraday Future submit all records necessary to demonstrate continued eligibility as a "Qualified Project". Such records should be submitted within 30 days of this letter.

Sincerely,

Michael Dang
Director of Business Operations

cc: Steven D. Hill
    Christine Guerci
Section 4
Dear Dag,

Per my voice mail to you, we’d like to discuss where we go from here in our upcoming conference call. We are proposing a letter from FF to GOED regarding FF’s status as a Qualified Project. In the letter FF could state that it is relinquishing that status as a Qualified Project.

We prepared language that could be included in such a letter. Would you take a look at it and then we can discuss it? Of course, if it looks fine to you, please insert it on your letterhead and return it to us. When we talk Tuesday we can finalize things then.

Regards,

Mike Dang
Director of Business Operations & Development
Governor’s Office of Economic Development
Direct: 702-486-5228
Main: 702-486-2700
Michael.Dang@diversifynevada.com
555 E. Washington Ave., Suite 5400
Las Vegas, NV 89101 (Click on address for directions)
http://diversifynevada.com/programs-resources/incentives
Fax: (702) 486-2701
Mr. Steven D. Hill
Executive Director
Governor's Office of Economic Development
555 E. Washington Avenue, Suite 5400
Las Vegas, NV 89101

Dear Steve:

Faraday Future (FF) is in receipt of the August 1, 2017 letter from the Nevada Governor's Office of Economic Development (GOED) which requested documentation from FF supporting that FF continues to have a qualified project in North Las Vegas.

As you are aware, on July 10, 2017, FF issued an Official Statement that we were putting our North Las Vegas, Nevada development project on hold. Moreover, on August 7, 2017, FF formally announced that it had elected to manufacture at another location, less than 200 miles from Los Angeles - at an existing and vacant 1,000,000 square foot facility in Hanford, California. The site is situated next to an available 26 acre parcel with existing rail alongside the property which can be developed as FF plant growth requirements increase.

Consequently, FF acknowledges that it no longer has a qualified project in North Las Vegas as that term is defined in NRS chapter NRS 360.

Therefore, FF hereby relinquishes and waives any and all claims, which it now has or may have had in the future, to any monies in the trust fund, including any interest and/or income, and hereby instructs GOED through the Department of Taxation to dissolve the trust fund and distribute the funds in accordance with Nevada state law.

FF thanks you for the support you personally gave and that your team has provided.

Sincerely,
Section 5
BEFORE THE BOARD OF ECONOMIC DEVELOPMENT

Application by FF Inc. for Transferable Tax Credits and Tax Abatements. )

Docket No. 15-1221.1

Following a public meeting of the Governor's Office of Economic Development held in the Gaming Control Board Room Las Vegas, NV on January 22, 2016.

ORDER

The Board of Economic Development (the “Board”) of the Nevada Governor’s Office of Economic Development (the “Office”) makes the following findings of fact and conclusions of law:

I. INTRODUCTION

FF Inc., a foreign corporation registered to do business in Nevada, filed an application (the “Application”) with the Office for an abatement of property taxes, employer excise taxes, local sales and use taxes, and for issuance of transferable tax credits, as provided for in Senate Bill No. 1 (“SB No. 1”), workforce training as provided in Assembly Bill No. 1 (“AB No. 1”), both enacted during the 29th (2015) Special Session of the Nevada Legislature, and an Economic Development Electric Rate Rider as provided for in NRS Chapter 704 (“EDRR”). For purposes of this Order, FF Inc., on behalf of itself and its approved affiliates listed on Attachment “A”, shall hereinafter be referred to as “FF Inc.”, or the “Lead Participant” as defined in Section 5 of SB No. 1. Except as otherwise defined in this Order, capitalized terms used in this Order shall have the meanings ascribed to such terms in SB No. 1, AB No. 1 and NRS Chapter 704.
II. PROCEDURAL HISTORY

• On December 21, 2015, FF Inc., acting as Lead Participant, filed the Application with the Office pursuant to SB No. 1, AB No. 1 and NRS Chapter 704. The matter was designated as Docket No. 15-1221.1. The Application is incorporated as part of this Order as Attachment “B”. The Application included letters of support from the City of North Las Vegas and the Las Vegas Global Economic Alliance.

• On December 21, 2015, the Office issued a notice in accordance with SB No. 1 subsection 12(c) for the public meeting at which the Application would be considered, to: the general public; FF Inc.; the Nevada Department of Taxation; the Nevada State Gaming Control Board; the governing body of Clark County; the board of trustees of the Clark County School District; and the governing body of the City of North Las Vegas; and the governing body of any other political subdivision the Office determined could experience a direct economic effect as a result of the abatement. This notice was also posted on the internet website for the Office.

• On January 15, 2016, the Office filed a summary of the Application with the Board which is incorporated as part of this Order as Attachment “C” and posted the Application on the internet website for the Office.

• The Board conducted the public meeting on January 22, 2016, with Governor Brian Sandoval presiding, in accordance with SB No. 1 section 12. Executive Director of the Office, Steven Hill, summarized the information provided in the Application, verified the Application satisfied all applicable requirements of SB No. 1, AB No. 1 and NRS Chapter 704, and presented a finding the Office had determined the FF Inc. Project was a Qualified Project and upon Board approval would be eligible to participate in the incentives offered by SB No. 1, AB No. 1 and NRS Chapter 704. Minutes related to the public meeting on this Application are incorporated as part of this Order as Attachment “D”.

Docket No. 15-1221.1
• Following discussion by the Board, a motion was made by Board member Lieutenant Governor Mark Hutchison to approve the application for an abatement of property taxes, employer excise taxes, local sales and use taxes, the issuance of transferable tax credits, provide for workforce training, and grant initial approval for the EDRR program. The motion was passed unanimously.
• Following Board approval of the Application, Executive Director Hill described various administrative tasks for which the Office was requesting Board approval as further described in Resolution 2016-0122 (the “Resolution”). After discussion by the Board, a motion was made by Board member Benny Yerushalmi authorizing Executive Director Hill, without further board review or approval, to: (i) issue certificates of eligibility to FF Inc.; (ii) facilitate creation of an economic diversification district for FF Inc. by City of North Las Vegas; (iii) facilitate execution of a sales and use tax refund agreement between Nevada Department of Taxation and City of North Las Vegas; (iv) facilitate negotiation of reimbursement agreements with City of North Las Vegas, Regional Transportation Commission of Southern Nevada, and Southern Nevada Water Authority, to facilitate the design and construction of what are commonly referred to as the phase one infrastructure projects at Apex; (v) approve the addition of Other Participants to the FF Inc. Qualified Project; (vi) negotiate and execute on behalf of the State an incentive agreement with FF Inc.; (vii) administer FF Inc.’s application to the Public Utilities Commission of Nevada for participation in the EDRR program; and (viii) administer other terms and conditions contained in SB No. 1 and AB No. 1. The motion passed unanimously, and the Resolution is incorporated as part of this Order as Attachment “E”.

III. CONCLUSION:

The Board of the Office has found that FF, Inc., acting as Lead Participant of a Qualified project, has satisfied the requirements of SB No. 1, AB No. 1 and NRS Chapter 704 for approval of the Application, and determines therefore the FF Inc. Project is a Qualified Project, and is
eligible to participate in those certain tax abatements, transferable tax credits, workforce training programs and the EDRR further described herein.

THEREFORE, IT IS ORDERED:

1. The Office shall issue Certificates of Eligibility to FF Inc., acting as Lead Participant, for:
   a. A ten (10) year, seventy five percent (75%) abatement of property taxes, both real and personal, as authorized by SB No. 1 paragraph 15(2)(a), commencing on the effective date of the incentive agreement, that would otherwise be owed by the Lead Participant and each Participant (collectively, the "Participants") located within the agreed upon boundaries of the Qualified Project;
   b. A ten (10) year, seventy five percent (75%) abatement of employer excise taxes, as authorized by SB No. 1 paragraph 15(2)(b), commencing on the effective date to the incentive agreement, that would otherwise be owed by the Participants for employees employed by the Participants located within the agreed upon boundaries of the Qualified Project;
   c. A fifteen (15) year, 100 percent (100%) abatement of all Local Sales and Use Taxes imposed pursuant to chapters 374, 377, 377A and 377B of NRS, or required to be collected or administered the same as chapters 374 and 377 of NRS, including but not limited to chapter 543 of NRS and the Clark County Sales & Use Tax Act of 2005, as authorized by SB No. 1 paragraph 15(2)(c), on the gross receipts of any retailer from the sale of tangible personal property sold at retail, or delivered, stored, used or otherwise consumed, including construction materials, within the agreed upon boundaries of the Qualified Project. Local Sales and Use Taxes does not include the taxes imposed by the Sales and Use Tax Act (NRS 372) which are to be reimbursed separately as part of that future reimbursement agreement for City
of North Las Vegas Economic Diversification District No. 1: FF Inc., between the City of North Las Vegas and the FF Inc.; and that related reimbursement agreement between the State Department of Taxation and the City of North Las Vegas.

d. Transferable tax credits, as authorized by SB No. 1 section 14, in an amount not to exceed a total of $38,000,000, in the amount of $9,500 for each Qualified Employee of the Participants, to a maximum of 4,000 Qualified Employees employed at the Qualified project, as further conditioned by the state fiscal year limitations established in SB No. 1 section 14;

e. Workforce Innovations for the New Nevada ("WINN") grants, as authorized by AB No. 1 subsection 4(6), sufficient to provide training for up to 4,000 automobile assembly workers at the Qualified Project at a rate of up to 800 workers in any given 12 month period.

f. Based on the Qualified project meeting those certain program qualifications further defined in NRS 704.7876, an EDRR up to the maximum southern Nevada service territory allocation.

2. In addition to issuing the Certificates of Eligibility for Local Sales and Use Taxes, the Office shall, in conjunction with the Nevada State Department of Taxation, facilitate issuance to FF Inc., acting as the Lead Participant, an Exemption Letter regarding abatement of, and self-accrual for, sales and use taxes.

3. FF Inc., acting as the Lead Participant, shall provide to the Nevada State Department of Taxation a list of FF Inc. Participants and sub-contractors in the FF Inc. Qualified Project who are eligible for tax abatements authorized by this Order; and FF Inc. will provide to each FF Inc. Participant and sub-contractor in the FF Inc. Qualified Project a copy of the Certificates of Eligibility and Exemption Letter(s) issued under Ordering Paragraphs 1(a)
through 1(c), and Paragraph 2 above, following provision to the Nevada Department of Taxation and Office of the list including that FF Inc. sub-contractor or Participant.

4. The Executive Director shall coordinate with the City of North Las Vegas and Clark County, as the case may be, to monitor creation of the proposed Economic Diversification District in accordance with SB No. 1 sections 45 and 45.5, the Tax Increment Area in accordance with SB No. 1 sections 53-59, and the Special Improvement District in accordance with SB No. 1 sections 36, 38 and 39, as further described in SB No. 1.

5. The Executive Director shall negotiate and execute an incentive agreement by and between the State of Nevada, acting through the Office, and the FF Inc. acting as the Lead Participant of the Qualified Project (the “Agreement”).

6. Following the submission to the Office of the Economic Development Financing Proposal (the “EDFP”) by the City of North Las Vegas, the Executive Director shall carry out the duties of the Office under SB No. 1 section 28 and submit the EDFP for approval of the proposal by the GOED Board.

7. The Executive Director shall coordinate with the City of North Las Vegas, the Regional Transportation Commission of Southern Nevada, the Southern Nevada Water Authority, FF Inc., and the landowners of the Mountain View Industrial Park, a.k.a., FNBN Kapex LLC, regarding engineering and construction of the various infrastructure projects contained in the EDFP.

8. The Executive Director shall coordinate with the Nevada Treasurer regarding completion of certain due diligence and preparation of those offering statements and other documents necessary to sell and close on state municipal bonds as further described in SB No. 1.

9. The Executive Director is authorized to negotiate and execute on behalf of the State of Nevada reimbursement agreements with the City of North Las Vegas, the Regional
Transportation Commission of Southern Nevada, and the Southern Nevada Water Authority for reasonable and customary costs associated with infrastructure projects to facilitate the Phase I FF Inc. and Apex infrastructure projects. Such agreements shall be subject to any applicable reimbursement resolutions approved by the Board of Finance.

10. The Executive Director shall administer other terms and conditions contained in SB No. 1 including but not limited to:

a. Establishment of a trust fund in the State Treasury (the “Trust Fund”), in accordance with SB No. 1 section 15, to which FF Inc., acting as the Lead Participant, and on behalf of all Participants located within the boundaries of the Qualified Project, will pay or cause to be paid an amount of money as described below:

(i) from January 22, 2016 to January 21, 2026, a period of ten years, seventy five percent (75%) of the real property tax that would otherwise be owed by the Participants pursuant to NRS Chapter 361,

(ii) from January 22, 2016 to January 21, 2026, a period of ten years, twenty five percent (25%) of personal property tax that would otherwise be owed by the Participants, pursuant to NRS Chapter 361,

(iii) from January 22, 2016 to January 21, 2020, a period of four years, twenty-five percent (25%) of employer excise tax that would otherwise be owed by the Participants pursuant to NRS Chapter 363B,

(iv) from January 22, 2020 to January 21, 2026, a period of six years, seventy five percent (75%) of employer excise tax that would otherwise be owed by the Participants pursuant to NRS Chapter 363B,

(v) from January 22, 2016 to January 21, 2020, a period of four years, one hundred
percent (100%) of the taxes imposed by the Sales and Use Tax Act (NRS 372), for taxable personal property that would otherwise be owed by the Participants;

(vi) from January 22, 2020 to January 21, 2026, a period of six years, one hundred percent (100%) of all Local Sales and Use Taxes on the gross receipts of any retailer from the sale of tangible personal property which is not construction material sold at retail, or delivered, stored, used or otherwise consumed, within the agreed upon boundaries of the Qualified Project that would otherwise be owed by the Participants,

(vii) from January 22, 2016 to January 21, 2026, a period of ten years, one hundred percent (100%) of all Local Sales and Use Taxes on the gross receipts of any retailer from the sale of tangible personal property which is construction material, sold at retail, or delivered, stored, used or otherwise consumed, within the agreed upon boundaries of the Qualified Project that would otherwise be owed by the Participants.

Collectively, the amounts referred to above and deposited into the Trust Fund are referred to as the "Trust Funds."

b. The Trust Funds will be held in the State Treasury until such time as the Qualified project reaches the one billion dollar ($1,000,000,000) new capital investment (the "Minimum Capital Investment") further described in SB No. 1 section 11, and documented in the audit(s) prescribed by SB No. 1 sections 11, 13 and 31.

c. Upon reaching the Minimum Capital Investment, the Trust Funds requirement will terminate and Participants in the Qualified Project will be entitled to the release of the funds including interest and income earned on the money held in the Trust Fund, and provided in sections 15, 45 and 46.
d. In the alternative, if the Qualified Project fails to reach the Minimum Capital Investment within the applicable 10-year period, the Lead Participant relinquishes any and all rights it may have to the Trust Funds, which must be transferred to the governmental entity that would have received the money if the Office had not approved the abatement, in accordance with SB No. 1 paragraph 15(4)(a).

e. Require the Lead Participant provide adequate escrow or cash funding necessary for the City of North Las Vegas, the Regional Transportation Committee of Southern Nevada, and the Southern Nevada Water Authority to complete those certain engineering, assessment, financial, appraisal and legal analyses necessary to market and sell the proposed state municipal bonds.

f. Require the Lead Participant in the Qualified Project provide adequate security that the Lead Participant will carry out the qualified project as deemed appropriate by the Executive Director in accordance with SB No. 1 section 29.

g. Approve without further Board review the addition of other Participants to the FF Inc. Project upon petition of FF Inc. acting as Lead Participant.
At its sole discretion, the Office may correct errors that have occurred in the drafting or issuance of this Order.

By the Governor's Office of Economic Development,

[Signature]
STEVEN D. HILL,
Executive Director

JUNE 30, 2016, effective January 22, 2016
Date signed
Las Vegas, Nevada

cc: Nevada Department of Taxation
    Public Utilities Commission of Nevada
    Nevada Gaming Control Board
    City of North Las Vegas Finance Director
ATTACHMENT “A”

APPLICANT AND APPROVED AFFILIATES

Faraday Future, Inc. NKA FF Inc., a foreign corporation registered to do business in Nevada, AKA, Lead Participant.

Other participants to be determined
ATTACHMENT “B”

SUBMITTED APPLICATION
& LETTERS OF SUPPORT
ECONOMIC DEVELOPMENT
Application pursuant to S.B. No. 1 (2015 Special Session)

Company Name: Faraday Future, Inc.
Date of Application: December 21, 2015

Company is an / a: (check one)
☐ New Business in Nevada
☐ Expansion of Existing Nevada company

Section 1 - Type of Incentives

Please check all that the company is applying for on this application:

☑ Sales & Use Tax Abatement (15 yrs)
☑ Real Property Tax Abatement (Part 10 yrs)
☑ WINN (Workforce Training)
☑ Modified Business Tax Abatement (Part 10 yrs)
☑ Economic Development Rate Rider (EDRR)\(^1\)
☑ Personal Property Tax Abatement (Part 10 yrs)
☐ Transferable Tax Credits\(^2\)

\(^1\) The EDRR program requires pre-approval authorization prior to application, is subject to program funding limitations, and may not be available for all applicants.

\(^2\) The transferable tax credit program requires a minimum investment of $1.0 billion over a ten year period.

Section 2 - Corporate Information

<table>
<thead>
<tr>
<th>COMPANY NAME (Legal name under which business will be transacted in Nevada)</th>
<th>FEDERAL TAX ID #</th>
</tr>
</thead>
<tbody>
<tr>
<td>Faraday Future, Inc.</td>
<td>TBD</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>CORPORATE ADDRESS TO RECEIVE DOCUMENTS</th>
<th>CITY / TOWN</th>
<th>STATE / PROVINCE</th>
<th>ZIP</th>
</tr>
</thead>
<tbody>
<tr>
<td>16455 S. Figoer Street</td>
<td>Gardenia</td>
<td>CA</td>
<td>90248</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>TELEPHONE NUMBER</th>
<th>WEBSITE</th>
</tr>
</thead>
<tbody>
<tr>
<td>555-217-3894</td>
<td><a href="http://www.faradayfuture.com">www.faradayfuture.com</a></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>COMPANY CONTACT NAME</th>
<th>COMPANY CONTACT TITLE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dag Reckhorn</td>
<td>Global VP of Manufacturing</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>E-MAIL ADDRESS</th>
<th>PREFERRED PHONE NUMBER</th>
</tr>
</thead>
<tbody>
<tr>
<td><a href="mailto:dag.reckhorn@faradayfuture.com">dag.reckhorn@faradayfuture.com</a></td>
<td>310-483-4006</td>
</tr>
</tbody>
</table>

Has your company ever applied and been approved for incentives available by the Governor’s Office of Economic Development? ☐ Yes ☐ No
If Yes, list the program awarded, date of approval, and status of the accounts (attach separate sheet if necessary): N.A.

Section 3 - Nevada Facility

Type of Facility:

☐ Headquarters
☐ Technology
☐ Back Office Operations
☐ Research & Development / Intellectual Property
☐ Service Provider
☐ Distribution / Warehouse / Logistic
☐ Manufacturing
☐ Other: Electric Vehicle Assembly

<table>
<thead>
<tr>
<th>PERCENT OF COMPANY’S MARKET OUTSIDE OF NEVADA</th>
<th>EXPECTED DATE OF NEW / EXPANDED OPERATIONS (MONTH / YEAR)</th>
</tr>
</thead>
<tbody>
<tr>
<td>95%</td>
<td>Q3 2017 to Q4 2017</td>
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</tbody>
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<table>
<thead>
<tr>
<th>NAICS CODE / SIC</th>
<th>INDUSTRY TYPE</th>
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</thead>
<tbody>
<tr>
<td>3361100</td>
<td>Electric Vehicle Manufacturer</td>
</tr>
</tbody>
</table>

DESCRIPTION OF COMPANY’S NEVADA OPERATIONS (COMPANY DECK IS ACCEPTABLE)

A 3.4 million square foot electric vehicle manufacturing facility designed to assembly up to 150,000 vehicles at stabilization. Over time, this Qualified project assumes the addition of colocating suppliers involved in this project, and future expansion of the manufacturing facility.

PROPOSED / ACTUAL NEVADA ADDRESS (Must be within designated project site):

<table>
<thead>
<tr>
<th>CITY / TOWN</th>
<th>COUNTY</th>
<th>ZIP</th>
</tr>
</thead>
<tbody>
<tr>
<td>North Las Vegas</td>
<td>Clark County</td>
<td>89124</td>
</tr>
</tbody>
</table>

WHAT OTHER STATES / REGIONS / CITIES ARE BEING CONSIDERED FOR YOUR COMPANY’S RELOCATION / EXPANSION / STARTUP?

Georgia, Louisiana, California

Section 4 - Site Selection Factors

Please rate the following in order of importance to the company’s business (1 = very low, 5 = very high):

<table>
<thead>
<tr>
<th>Availability of qualified workforce</th>
<th>Utility infrastructure</th>
<th>State and local tax structure</th>
</tr>
</thead>
<tbody>
<tr>
<td>5</td>
<td>4</td>
<td>5</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Labor costs</th>
<th>Utility costs</th>
</tr>
</thead>
<tbody>
<tr>
<td>4</td>
<td>4</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Real estate availability</th>
<th>Transportation infrastructure</th>
</tr>
</thead>
<tbody>
<tr>
<td>5</td>
<td>4</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Real estate costs</th>
<th>Transportation costs</th>
</tr>
</thead>
<tbody>
<tr>
<td>4</td>
<td>4</td>
</tr>
</tbody>
</table>

State and local incentives: 5
Business permitting & regulatory structure: 3
Access to higher education resources: 3

OTHER FACTORS & RATINGS (N.A. IF INCLUDED IN PARTICIPANT LETTER)

1 of 4
### Section 5 - Real Estate & Construction (Fill in either New Operations/Startup or Expansion, not both.)

<table>
<thead>
<tr>
<th>NEW OPERATIONS / STARTUP</th>
<th>EXPANSIONS</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Part 1. Are you currently / planning on leasing space in NV?</strong> No</td>
<td><strong>Part 1. Are you currently leasing space in NV?</strong> No</td>
</tr>
<tr>
<td>If No, skip to Part 2. If Yes, continue below:</td>
<td>If No, skip to Part 2. If Yes, continue below:</td>
</tr>
<tr>
<td>What year(s)?</td>
<td>What year(s)?</td>
</tr>
<tr>
<td>How much space (sq. ft)?</td>
<td>How much space (sq. ft)?</td>
</tr>
<tr>
<td>Annual lease cost of space:</td>
<td>Annual lease cost at current space:</td>
</tr>
<tr>
<td>Do you plan on making building tenant improvements?</td>
<td>Due to expansion, will you lease additional space?</td>
</tr>
<tr>
<td>If No, skip to Part 2. If Yes *, continue below:</td>
<td>If No, skip to Part 3. If Yes, continue below:</td>
</tr>
<tr>
<td>When to make improvements (month, year)?</td>
<td>Expanding at the current facility or a new facility?</td>
</tr>
<tr>
<td></td>
<td>What year(s)?</td>
</tr>
<tr>
<td></td>
<td>How much expanded space (sq. ft)?</td>
</tr>
<tr>
<td></td>
<td>Annual lease cost of expanded space:</td>
</tr>
<tr>
<td></td>
<td>Do you plan on making building tenant improvements?</td>
</tr>
<tr>
<td></td>
<td>If No, skip to Part 3. If Yes *, continue below:</td>
</tr>
<tr>
<td></td>
<td>When to make improvements (month, year)?</td>
</tr>
</tbody>
</table>

**Part 2. Are you currently planning on buying or building an owner-occupied facility in NV?** Yes

If Yes *:
- Purchase date, if buying (month, year): Q1 2016
- When to break ground, if building (month, year): Q1 2016
- Estimated completion date, if building (month, year): Q3-Q4 2017
- How much space (sq. ft)? 3.4M

* Please complete Section 6 - Capital Investment for New Operations/Startup. (Can be replaced by a completed Capital Investment form.)

See Capital investment exhibit (estimated investment $1.375 billion)

### Section 6 - Capital Investment (Fill in either New Operations/Startup or Expansion, not both.)

<table>
<thead>
<tr>
<th>NEW OPERATIONS / STARTUP</th>
<th>EXPANSIONS</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>How much capital investment is planned?</strong> (Breakout below):</td>
<td><strong>How much capital investment is planned?</strong> (Breakout below): NA</td>
</tr>
<tr>
<td>Land: $26M</td>
<td>Land:</td>
</tr>
<tr>
<td>Building Purchase (if buying): N.A.</td>
<td>Building Purchase (if buying):</td>
</tr>
<tr>
<td>Building Hard Costs (if building / making improvements): $512M</td>
<td>Building Hard Costs (if building / making improvements):</td>
</tr>
<tr>
<td>Equipment Cost: $737M</td>
<td>Equipment Cost:</td>
</tr>
<tr>
<td><strong>Total:</strong> $1.375B</td>
<td><strong>Total:</strong></td>
</tr>
</tbody>
</table>

* Please complete Section 6 - Capital Investment for Expansions below.

Is the equipment purchase for replacement of existing equipment?

Current assessed value of personal property in NV:

(Mostly attach the most recent assessment from the County Assessor’s Office.)
### Section 7a - Operations Employment (Fill in either New Operations/Startup or Expansion, not both.)

<table>
<thead>
<tr>
<th>NEW OPERATIONS / STARTUP</th>
<th>EXPANSIONS</th>
</tr>
</thead>
<tbody>
<tr>
<td>How many qualified employees* are intended to be hired by the end of the allowable 10-year period?</td>
<td>NA</td>
</tr>
<tr>
<td>4,500</td>
<td></td>
</tr>
<tr>
<td>Average hourly wage of these employees (2015):</td>
<td>Average hourly wage of these employees:</td>
</tr>
<tr>
<td>$22.02</td>
<td></td>
</tr>
<tr>
<td>1 With annual wage adjustments over the 10-year period, the average wage is assumed to exceed $24.00</td>
<td></td>
</tr>
</tbody>
</table>

* A qualified employee must be employed at the site of a qualified project, scheduled to work an average minimum of 30 hours per week, is offered coverage under a plan of health insurance provided by his or her employer, is eligible for health care coverage, and whose position is a "primary job" as set forth in NAC 360.474.

OTHER COMPENSATION (Check all that are projected to apply):
- Overtime
- PTO / Sick / Vacation
- Bonus
- Retirement Plan / Profit Sharing / 401(k)

- Merit increases
- COLA adjustments
- Tuition assistance
- Other:

BRIEF DESCRIPTION OF ADDITIONAL COMPENSATION PROGRAMS AND ELIGIBILITY REQUIREMENTS (Attach a separate sheet if necessary):

See benefit summary exhibit

### Section 7b - Construction Employment

<table>
<thead>
<tr>
<th>GENERAL CONTRACTOR</th>
<th>SUBCONTRACTORS &amp; OTHERS</th>
</tr>
</thead>
<tbody>
<tr>
<td>How many employees are intended to be hired by the end of the allowable 10-year period?</td>
<td>How many employees are intended to be hired by the end of the allowable 10-year period?</td>
</tr>
<tr>
<td>4,046</td>
<td>In GC Est.</td>
</tr>
<tr>
<td>Average hourly wage of these employees:</td>
<td>Average hourly wage of these employees:</td>
</tr>
<tr>
<td>$29.09 (est.*)</td>
<td>In GC Est.</td>
</tr>
</tbody>
</table>

* CRST employment is based on the GOED economic impact report.

OTHER COMPENSATION (Check all that are projected to apply):
- Overtime
- PTO / Sick / Vacation
- Bonus
- Retirement Plan / Profit Sharing / 401(k)

- Merit increases
- COLA adjustments
- Tuition assistance
- Other: Consistent w/ prevailing wage benefits

BRIEF DESCRIPTION OF ADDITIONAL COMPENSATION PROGRAMS AND ELIGIBILITY REQUIREMENTS (Attach a separate sheet if necessary):

The project has agreed to enter into a Project Labor Agreement for construction of the assembly plant.

### Section 8a - Operations Employee Health Insurance Benefit Program

<table>
<thead>
<tr>
<th>Package includes (check all that are projected to apply):</th>
<th>Yes (copy of benefit plan must be attached)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Medical</td>
<td>Vision</td>
</tr>
<tr>
<td>Other: NA</td>
<td></td>
</tr>
</tbody>
</table>

Qualified after (check one):
- Upon employment
- Three months after hire date
- Six months after hire date
- Other: 30-day after hire

COST OF HEALTH INSURANCE FOR COMPANY (annual amount per employee):

$6,108.72

PERCENTAGE OF HEALTH INSURANCE COVERAGE:
- By Company: 100%
- By Employee: 0%

3 of 4
### Section 8b - Construction Employee Health Insurance Benefit Program

<table>
<thead>
<tr>
<th>Package includes (check all that are projected to apply):</th>
<th>Other: Consistent w/ prevailing wage benefits</th>
</tr>
</thead>
<tbody>
<tr>
<td>☒ Medical</td>
<td></td>
</tr>
<tr>
<td>☒ Vision</td>
<td></td>
</tr>
<tr>
<td>☒ Dental</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Qualified after (check one): CONSISTENT WITH PREVAILING WAGE JOBS</th>
<th>Other: Will vary by contractor</th>
</tr>
</thead>
<tbody>
<tr>
<td>☐ Upon employment</td>
<td></td>
</tr>
<tr>
<td>☒ Three months after hire date</td>
<td></td>
</tr>
<tr>
<td>☐ Six months after hire date</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>COST OF HEALTH INSURANCE FOR COMPANY (annual amount per employee):</th>
<th>PERCENTAGE OF HEALTH INSURANCE COVERAGE:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Will vary by contractor, but will be consistent with prevailing wage jobs</td>
<td>By Company: By Employee:</td>
</tr>
</tbody>
</table>

### Section 9 - Certification

I, the undersigned, hereby grant to the Governor's Office of Economic Development access to all pertinent and relevant records and documents of the aforementioned Lead Participant. I understand this requirement is necessary to qualify and to monitor for compliance of all statutory and regulatory provisions pertaining to this application.

If this application is approved, the Lead Participant will monitor and update the material information related to Participants, job creation and capital investment as needed to ensure the Lead Participant remains eligible for the incentives granted.

Being the Lead Participant, I do hereby declare that the facts herein stated are true and that all licensing and permitting requirements will be met prior to the commencement of operations:

David A. Wiercinski  
Name of person authorized for signature  

CEO  
Date  

Nevada Governor’s Office of Economic Development  
555 E. Washington Ave., Ste 5400 • Las Vegas, Nevada 89101 • 702.486.2700 • (Fax) 702.486.2701 • www.diversifynevada.com
Other Participants

Lead Participant: Faraday Future, Inc.
County: Clark County

Directions: Provide information on other Participants in the Project. A Participant means a business which operates within the geographic boundaries of a project site and which contributes to or participates in the Project. A Project is undertaken by a business or group of businesses located within the same project site and engaged in a common purpose or business endeavor.

**Co-Participant #1 Information**

<table>
<thead>
<tr>
<th>COMPANY NAME</th>
<th>FEDERAL TAX ID #</th>
</tr>
</thead>
<tbody>
<tr>
<td>Undetermined</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>CORPORATE MAILING ADDRESS</th>
<th>CITY / TOWN</th>
<th>STATE / PROVINCE</th>
<th>ZIP</th>
</tr>
</thead>
<tbody>
<tr>
<td>NEVADA ADDRESS (Must be within designated project site)</td>
<td>CITY / TOWN</td>
<td>STATE / PROVINCE</td>
<td>ZIP</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>TELEPHONE NUMBER</th>
<th>WEBSITE</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>COMPANY CONTACT NAME</th>
<th>COMPANY CONTACT TITLE</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>E-MAIL ADDRESS</th>
<th>PREFERRED PHONE NUMBER</th>
</tr>
</thead>
</table>

Has your company ever applied and been approved for incentives available by the Governor's Office of Economic Development? □ Yes □ No

If Yes, list the program awarded, date of approval, and status of the accounts (attach separate sheet if necessary):

---

**Co-Participant #2 Information**

<table>
<thead>
<tr>
<th>COMPANY NAME</th>
<th>FEDERAL TAX ID #</th>
</tr>
</thead>
<tbody>
<tr>
<td>Undetermined</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>CORPORATE MAILING ADDRESS</th>
<th>CITY / TOWN</th>
<th>STATE / PROVINCE</th>
<th>ZIP</th>
</tr>
</thead>
<tbody>
<tr>
<td>NEVADA ADDRESS (Must be within designated project site)</td>
<td>CITY / TOWN</td>
<td>STATE / PROVINCE</td>
<td>ZIP</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>TELEPHONE NUMBER</th>
<th>WEBSITE</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>COMPANY CONTACT NAME</th>
<th>COMPANY CONTACT TITLE</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>E-MAIL ADDRESS</th>
<th>PREFERRED PHONE NUMBER</th>
</tr>
</thead>
</table>

Has your company ever applied and been approved for incentives available by the Governor's Office of Economic Development? □ Yes □ No

If Yes, list the program awarded, date of approval, and status of the accounts (attach separate sheet if necessary):

---

**Co-Participant #3 Information**

<table>
<thead>
<tr>
<th>COMPANY NAME</th>
<th>FEDERAL TAX ID #</th>
</tr>
</thead>
<tbody>
<tr>
<td>Undetermined</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>CORPORATE MAILING ADDRESS</th>
<th>CITY / TOWN</th>
<th>STATE / PROVINCE</th>
<th>ZIP</th>
</tr>
</thead>
<tbody>
<tr>
<td>NEVADA ADDRESS (Must be within designated project site)</td>
<td>CITY / TOWN</td>
<td>STATE / PROVINCE</td>
<td>ZIP</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>TELEPHONE NUMBER</th>
<th>WEBSITE</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>COMPANY CONTACT NAME</th>
<th>COMPANY CONTACT TITLE</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>E-MAIL ADDRESS</th>
<th>PREFERRED PHONE NUMBER</th>
</tr>
</thead>
</table>

Has your company ever applied and been approved for incentives available by the Governor's Office of Economic Development? □ Yes □ No

If Yes, list the program awarded, date of approval, and status of the accounts (attach separate sheet if necessary):

---

EXPAND AS NECESSARY FOR OTHER CO-PARTICIPANTS

Attachment "A"
Description of the Nevada Facility

Lead Participant: Faraday Future, Inc.                      County:          Clark County

Directions: A detailed description of the Nevada facility, including a description of the common purpose or business endeavor in which the participants in the project proposed or are engaged. With pre-approval from the Office, an alternative facility description will be considered provided it includes the necessary information.

The Faraday Future EV assembly plant is a 3.4 million square-foot facility located in the Mountain View Industrial Park which is part of the Apex Industrial Park in North Las Vegas, Nevada. At its peak, it is anticipated the assembly plant will manufacture up to 150,000 electric vehicles annually.

See the attached cover letter which addresses the Qualified business and common purposes requirements.

See also Addendum 1 for further information on the factory.

Additional detail submitted as confidential proprietary information of Faraday Future.

EXPAND AS NECESSARY OR CAN BE REPLACED BY SEPARATE DOCUMENT

Attachment "B"
Description of the Nevada Facility's Location

Lead Participant: Faraday Future, Inc.  County: Clark County

Directions: A detailed description of the location of the project, including a precise description of the geographic boundaries of the project site. An acceptable description is in the form of a registered professional land surveyor drawing and legal description stamped by a Nevada licensed engineer. This description can be used for purposes related to the creation of an economic diversification district by the governing body of a participating municipality. With pre-approval from the Office, an alternative facility location description will be considered provided it includes the necessary information.

See Addendum 1. A land survey is not currently available, but will be provided.

Additional detail submitted as confidential proprietary information of Faraday Future.

EXPAND AS NECESSARY OR CAN BE REPLACED BY SEPARATE DOCUMENT

Attachment "C"
### Section 1 - Full-Time Operations Employees

Directions: Please complete columns (a) through (d) in Section 1 with information on all qualified employees* that are projected to be hired and employed by the Participants by the end of the allowable 10-year period.

* A qualified employee must be employed at the site of a qualified project, scheduled to work an average minimum of 30 hours per week, is offered coverage under a plan of health insurance provided by his or her employer, is eligible for health care coverage, and whose position is a "primary job" as set forth in NAC 360.474.

<table>
<thead>
<tr>
<th>New Hire Position Title/Description</th>
<th>NV Resident (Y/N)</th>
<th>Number of Positions</th>
<th>(c) Average Hourly Wage¹</th>
<th>Average Weekly Hours</th>
<th>(e) Annual Wage per Position</th>
<th>(f) Total Annual Wages</th>
</tr>
</thead>
<tbody>
<tr>
<td>See Addendum 2.</td>
<td>TBD</td>
<td>173</td>
<td>$38.46</td>
<td>40</td>
<td>$80,000</td>
<td>$13,840,000</td>
</tr>
<tr>
<td>Exempt (2016)</td>
<td>TBD</td>
<td>4327</td>
<td>$21.37</td>
<td>40</td>
<td>$44,444</td>
<td>$192,309,188</td>
</tr>
</tbody>
</table>

¹ Annual wage inflation post-2016 is estimated by company at 2.0%

Detail workforce information submitted as confidential proprietary information of Faraday Future.

| TOTAL | 4500 | $22.02 | $45,810.93 | $206,149,188 |

EXPAND AS NECESSARY OR CAN BE REPLACED BY SEPARATE DOCUMENT

### Section 2 - Operations Employment Projections

Directions: Please provide one- three- five- eight- and ten-year employment projections in Section 2.

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>50</td>
<td>2339</td>
<td>4,000</td>
<td>300</td>
<td>3688</td>
<td>4,200</td>
<td>1000</td>
<td>3688</td>
<td>4,500</td>
</tr>
</tbody>
</table>

Attachment "D"
Construction Employment Schedule

Lead Participant: Faraday Future, Inc.
County: Clark County

Section 1 - Construction Employees
Directions: Please complete columns (a) through (d) in Section 1 with information on all construction employees that are projected to be hired and employed by contractors, sub-contractors and others, the "Construction Employers", for the Qualified project by the end of the allowable 10-year period.

* Each Construction Employer engaged in the construction at the Qualified project must offer a plan of health insurance to each construction employee employed at the Qualified project.

<table>
<thead>
<tr>
<th>New Hire Position Title/Description</th>
<th>NV Resident (Y/N)</th>
<th>Number of Positions</th>
<th>Average Hourly Wage</th>
<th>Average Weekly Hours</th>
<th>Annual Wage per Position</th>
<th>Total Annual Wages</th>
</tr>
</thead>
<tbody>
<tr>
<td>See Addendum 3 (GOED consultant)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

TOTAL

EXPAND AS NECESSARY OR CAN BE REPLACED BY SEPARATE DOCUMENT

Attachment "E"
# Capital Investment

**Lead Participant:** Faraday Future, Inc.  
**County:** Clark County

Directions: Capital investment means all costs and expenses proposed to be incurred by the participants in a qualified project. This includes all project costs such as acquisition, construction, installation and equipping of the Qualified project. According to Nevada Revised Statutes, all property that is not defined or taxed as "real estate" or "real property" is considered "personal property." Please provide a list of the real and personal property the Participants' intend to acquire, construct, and purchase over the 10-year period.

<table>
<thead>
<tr>
<th>(a) Capital Investment Type/Description</th>
<th># of Units</th>
<th>(b) Price per Unit</th>
<th>(c) Total Cost</th>
</tr>
</thead>
<tbody>
<tr>
<td>Land</td>
<td>1</td>
<td>$26,000,000</td>
<td>$26,000,000</td>
</tr>
<tr>
<td>Facility</td>
<td>1</td>
<td>$612,000,000</td>
<td>$612,000,000</td>
</tr>
<tr>
<td>Equipment</td>
<td>1</td>
<td>$737,000,000</td>
<td>$737,000,000</td>
</tr>
</tbody>
</table>

Additional detail submitted as confidential proprietary information of Faraday Future.

**TOTAL CAPITAL INVESTMENT**  
EXPAND AS NECESSARY OR CAN BE REPLACED BY SEPARATE DOCUMENT

Attachment "F"
ADDENDUM 1A
QUALIFIED PROJECT LOCATION
ADDENDUM 1B
QUALIFIED PROJECT DESCRIPTION
Site Layout

Body Shop
Vehicle Assembly
PowerTrain
Paint Shop
Site Layout

Total Land Purchase: 938 acres (3.7 km²)
Factory Footprint: ~3.4 mil SqFt
Site Developed: ~400 acres
Faraday Future Inaugural Manufacturing Facility
North Las Vegas, NV
**EXHIBIT E: WORKFORCE (HEADCOUNT AND WAGES)**

<table>
<thead>
<tr>
<th>HEADCOUNT (CUMULATIVE)</th>
<th>EXEMPT</th>
<th>NON-EXEMPT</th>
<th>TOTALS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Full-Time Equivalent</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>PAYROLL* (USD MILLIONS)</th>
<th>EXEMPT</th>
<th>NON-EXEMPT</th>
<th>TOTALS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Without Factoring in Fringe Benefits</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

| Average Annual Wage     |        |            |        |

* Estimates annual wage inflation of 2.0%
# EXHIBIT F: WORKFORCE (OCCUPATIONS)

<table>
<thead>
<tr>
<th>EXEMPT</th>
<th>NON-EXEMPT</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>GENERAL MANAGEMENT</strong></td>
<td></td>
</tr>
<tr>
<td>* Overall Plant</td>
<td>General/Plant Managers</td>
</tr>
<tr>
<td><strong>PRODUCTION</strong></td>
<td></td>
</tr>
<tr>
<td>* Body in White (BIW)</td>
<td>Supervisor Welding Shop, Mechanical Engineering Manager, Body Shop Worker, Welder (General), Body Assembly Lead</td>
</tr>
<tr>
<td>* Paint</td>
<td>Paint Department Supervisor, Paint Department Manager, Sealant Technician, Paint Mix Room Tech, Paint Technician, Paint Tech Lead</td>
</tr>
<tr>
<td>* Power Train</td>
<td>Supervisor, Assembly, Manager, Manufacturing, Assembly Technician, Assembly Technician Lead</td>
</tr>
<tr>
<td>* General Assembly</td>
<td>Supervisor, Assembly, Manager, Manufacturing, Supervisor, Assembly, Manager, Manufacturing</td>
</tr>
<tr>
<td><strong>PRODUCTION SUPPORT</strong></td>
<td></td>
</tr>
<tr>
<td>* Logistics</td>
<td>Materials Coordinator, Supervisor, Logistics, Manager, Logistics, Material Handler, Forklift Operator, Material Handler, Lead</td>
</tr>
<tr>
<td>* Maintenance</td>
<td>Director, Maintenance, Mechanic, Machinery, Maintenance, Robot Maintenance Mechanic, Maintenance, Lead</td>
</tr>
<tr>
<td>* Quality</td>
<td>Quality Engineer, Quality Assurance Director, Supervisor, Quality</td>
</tr>
<tr>
<td>* Engineering</td>
<td>Manufacturing Process Engineer, Manager, Man. Process Engineer</td>
</tr>
<tr>
<td>Role</td>
<td></td>
</tr>
<tr>
<td>----------------------------------</td>
<td></td>
</tr>
<tr>
<td>Director Manufacturing Engineer</td>
<td></td>
</tr>
<tr>
<td>Purchasing, HR, SCM</td>
<td></td>
</tr>
<tr>
<td>HR Specialist</td>
<td></td>
</tr>
<tr>
<td>HR Manager</td>
<td></td>
</tr>
<tr>
<td>Purchasing &amp; SCM Manager</td>
<td></td>
</tr>
<tr>
<td>Purchasing &amp; SCM Specialist</td>
<td></td>
</tr>
</tbody>
</table>
ADDENDUM 2
OPERATING EMPLOYMENT PROJECTIONS
ADDENDUM 3

CONSTRUCTION EMPLOYEMENT

PROJECTIONS

<GOED CONSULTANT>
<table>
<thead>
<tr>
<th>Year</th>
<th>Construction Expenditures</th>
<th>Jobs</th>
<th>Personal Income</th>
<th>Direct</th>
<th>Output</th>
<th>Jobs</th>
<th>Personal Income</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>2015</td>
<td>$1,000,000</td>
<td>7</td>
<td>$400,000</td>
<td>$1,596,010</td>
<td>11</td>
<td>$566,057</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2016</td>
<td>$359,237,537</td>
<td>2,375</td>
<td>$143,695,015</td>
<td>$573,346,701</td>
<td>3,933</td>
<td>$203,348,839</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2017</td>
<td>$130,762,463</td>
<td>864</td>
<td>$52,304,985</td>
<td>$208,698,199</td>
<td>1,432</td>
<td>$74,018,977</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2018</td>
<td>$90,000,000</td>
<td>595</td>
<td>$36,000,000</td>
<td>$143,640,900</td>
<td>985</td>
<td>$50,945,109</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2019</td>
<td>$1,000,000</td>
<td>7</td>
<td>$400,000</td>
<td>$1,596,010</td>
<td>11</td>
<td>$566,057</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2020</td>
<td>$2,000,000</td>
<td>13</td>
<td>$800,000</td>
<td>$3,192,020</td>
<td>22</td>
<td>$1,132,114</td>
<td></td>
<td></td>
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FF INC.
LETTERS OF SUPPORT FOR APPLICATION
January 12, 2016

Mr. Steve Hill  
Executive Director  
Governor's Office of Economic Development  
555 East Washington, Suite 5400  
Las Vegas, Nevada 89101

Dear Mr. Hill:

Faraday Future is applying to the State of Nevada for tax abatement incentives to include a Sales and Use Tax Abatement, Modified Business Tax Abatement, and Personal Property Tax Abatement. Thank you for placing Faraday Future on the January agenda for the Board of the Governor's Office of Economic Development.

Faraday Future will be hiring 4,500 full time employees at full build out. They will make an average hourly wage of $22.00. Faraday will be making a capital investment in equipment of $1 billion dollars. Faraday employees will be covered under a very robust health insurance program.

The Las Vegas Global Economic Alliance has reviewed Faraday Future's application and found it to comply with the statutory requirements for abatements. Faraday Future's application has the full support and endorsement of the Las Vegas Global Economic Alliance.

Best regards,

Morgan Bunker  
Vice-President Community and Economic Development  
Las Vegas Global Economic Alliance
December 21, 2015

Mr. Steve Hill
Executive Director
Nevada Governor’s Office of Economic Development
555 E. Washington Ave, Suite 5400
Las Vegas, NV 89101

RE: Faraday Future Lead Participant Letter Requesting Incentives

Dear Mr. Hill,

Enclosed with this letter is the application to the State of Nevada Governor’s Office of Economic Development (“GOED”), as required in Senate Bill No. 1 enacted during the 29th Special Session in 2015 (“SB 1”), for certain incentives related to Faraday Future’s first proposed Electric Vehicle Manufacturing facility to be developed in Clark County, Nevada (the “Project”). The purpose of this letter is to comply with the application checklist provided by GOED. Furthermore, the intent of this letter is to request participation in all the incentives as enacted under the referenced bill and any other bills passed during the referenced Special Session even if not specifically included herein.

1. **Participants**: The Lead Participant in the Project is Faraday Future (“FF”). FF is an active Nevada foreign corporation. Certain affiliate entities of the Lead Participant, which presently exist or may be organized at a later date, will likely own certain real and personal property related to the Project and may participate in the operation of the Project. Furthermore, the Lead Participant may enter into agreements with suppliers, vendors, customers, service providers, and related businesses for the provision of certain functions related to the Project. These additional entities may be deemed “Participants” for purposes of SB 1. The Lead Participant will notify GOED as such additional entities become Participants with respect to the Project, and request a determination by GOED that said Participants are engaged in a common purpose pursuant to SB 1.

2. **Abatements and Incentives Requested.** The Lead Participant, on behalf of itself and the other Participants at the Project, for the benefit of the Lead Participant and the Project, hereby requests any and all abatements and incentives available under SB 1, including, but not limited to, the following:
   a. TRANSFERABLE TAX CREDITS - Up to Thirty Eight Million ($38,000,00.00) in transferable credits consistent with SB 1.
   b. ABATEMENTS – Abatement of Sales & Use, Property and Employer Excise Taxes consistent with SB 1.
   c. WORKFORCE TRAINING – Workforce Training consistent with Assembly Bill No. 1 enacted during the 29th Special Session in 2015 (“AB 1”).
3. **Significance of Abatements and Incentives on Decision to Locate**: The availability of abatements and incentives played a significant role in the decision of the Lead Participant to locate the Project in the State of Nevada. While many other factors played a significant role in the location decision, including workforce, availability of a suitable project site, and logistics considerations, among others, without the availability of the abatements and incentives offered by the State of Nevada and Clark County, the State would not have been a competitive option for location of the Project.

4. **How the Project will Promote Economic Development of the State**: The Project is expected to have a significant impact on the economic development and the economic diversity of the State of Nevada as described in the report prepared by Applied Economics for GOED, dated December 2015. Portions of such report are summarized as follows:

   a. The Project is expected to create a total of 4,500 jobs within the next nine years with an average wage estimated at $22.10 per hour in 2015 dollars. Capital investment is expected to total nearly $1 Billion over that same period. Construction of the Project is expected to result in a one-time $2.4 Billion economic impact. Operation of the Project is expected to result in an annual impact in excess of $5 Billion at full implementation. Overall, the Project may generate in excess of $8 Billion in economic impact over the next twenty years.

   b. This impact is more than numbers - it fits firmly within the State of Nevada’s Plan for Excellence in Economic Development (the “Plan”). The first economic development liability listed in the Plan is an “economy oriented toward consumption sectors.” The Project will serve to re-orient the State of Nevada’s economy towards production as the Project exports its finished goods out of the state and internationally. Additionally, a global consortium of suppliers and partners are likely to play significant roles in the Project. The technologically-advanced nature of the Project and its resultant products will support the State of Nevada’s innovation and technology focus as outlined in the Plan. Finally, the Project represents the top-tier of several targeted sectors. The Project will utilize and produce a clean energy product. It will be a manufacturing operation, which will also entail significant logistics operations. As such, the Project will have a significant, positive impact on several of targeted sectors described in the Plan.

5. **Major Markets for Product Distribution**: The primary market for distribution of the electric vehicles at first will be Asia and the United States; however, export worldwide will be an option from the day one of operations.

6. **Job Growth Plans**: The Project intends to include approximately 4,500 employees by the end of calendar year 2023. The job growth plan is further described in the enclosed Operations Employment Schedule Form. FF is well aware of the requirement that at least 50% of the jobs at the Project be filled by residents of the State of Nevada.
7. **Business History and Plans:** FF is a well-funded California-based global company, manufacturer of electric vehicles, founded in 2014 and headquartered in Gardena, CA. FF employs more than 550 workers of diverse backgrounds spanning the automotive, technology, energy, aerospace and design industries. The Project represents the Company's first of several planned manufacturing facilities.

Thank you in advance for your consideration and we look forward to working with you on this Project.

Sincerely,

[Signature]

Alexander Frei
Co-Head

Enclosures

Cc: Brad Mamer (GOED), Ilan Goldman (Faraday Future)
January 12, 2016

Mr. Steve Hill
Executive Director
Governor’s Office of Economic Development
555 East Washington, Suite 5400
Las Vegas, Nevada 89101

Dear Mr. Hill:

The city of North Las Vegas is in full support of Faraday Future and the tax abatement incentives; Sales and Use Tax Abatement, Modified Business Tax Abatement and Personal Property Tax Abatement.

The 4,500 full-time employees that will make an average hourly wage of $22, the comprehensive health insurance program, workforce training, the educational investment and the $1 billion dollar capital investment will all contribute to the positive impact that Faraday Future will have on Nevada and of course, the development of Apex.

We thank the Governor’s Office of Economic Development for supporting the growth of this region and more importantly, the opportunity to diversify our economy.

Sincerely,

Gina Gavan
Director of Economic and Business Development
North Las Vegas
December 21, 2015

Mr. Steve Hill
Executive Director
Nevada Governor’s Office of Economic Development
555 E. Washington Ave, Suite 5400
Las Vegas, NV 89101

RE: Letter Designating Confidential Items in Lead Participant Incentives Application

Dear Mr. Hill,

Enclosed with this letter is the application to the State of Nevada Governor’s Office of Economic Development ("GOED"), as required under Senate Bill No. 1 enacted during the 29th Special Session in 2015 ("SB 1"), for certain incentives related to Faraday Future’s ("FF") first proposed Electric Vehicle Manufacturing facility to be developed in Clark County, Nevada (the "Project"). The purpose of this letter is to request that certain items of information as part of that application be deemed "a trade secret or other confidential proprietary information" pursuant to SB 1. FF deems the following information confidential:

1. The copy of its health insurance benefit plan provided to GOED.
2. The detailed schedule of operational employment labor and wages designated "Addendum 2".
3. The detailed schedule of capital investment provided to GOED.

We thank you in advance for your consideration and look forward to working with you on the Project.

Sincerely,

[Signature]

Alexander Frei
Co-Head

Enclosures

Cc: Brad Mamer (GOED), Ilan Goldman (Faraday Future)
REQUEST FOR CONFIDENTIALITY DETERMINATION

Pursuant to Senate Bill No. 1 – 28th (2015) Special Session of the Nevada Legislature, and upon request of the Lead Participant to this application, the Executive Director of the Office has determined the “Description of the Nevada Facility,” designated as Attachment B to this application, is confidential proprietary information of the business, is not a public record, and shall be redacted in its entirety from the copy of this application that is disclosed to the public.

Steven D. Hill  
Executive Director  

[Signature]  
1/15/16  
Date
REQUEST FOR CONFIDENTIALITY DETERMINATION

Pursuant to Senate Bill No. 1 – 28th (2015) Special Session of the Nevada Legislature, and upon request of the Lead Participant to this application, the Executive Director of the Office has determined the “Detailed Schedule of Operational Employment Labor and Wages”, designated as Addendum 2 to this application, is confidential proprietary information of the business, is not a public record, and shall be redacted in its entirety from the copy of this application that is disclosed to the public.

Steven D. Hill
Executive Director

Date
REQUEST FOR CONFIDENTIALITY DETERMINATION

Pursuant to Senate Bill No. 1 – 28th (2015) Special Session of the Nevada Legislature, and upon request of the Lead Participant to this application, the Executive Director of the Office has determined the "Faraday Future Employee Benefits Plan", included with this application, is confidential proprietary information of the business, is not a public record, and shall be redacted in its entirety from the copy of this application that is disclosed to the public.

[Signature]

Steven D. Hill
Executive Director

[Date]

Empowering Success
REQUEST FOR CONFIDENTIALITY DETERMINATION

Pursuant to Senate Bill No. 1 – 28th (2015) Special Session of the Nevada Legislature, and upon request of the Lead Participant to this application, the Executive Director of the Office has determined the “Detailed Schedule of Capital Investment”, designated as Attachment F to this application, is confidential proprietary information of the business, is not a public record, and shall be redacted in its entirety from the copy of this application that is disclosed to the public.

Steven D. Hill
Executive Director

Date
1/5/16
ATTACHMENT “C”

SUMMARY OF APPLICATION
Faraday Future
18455 S Figueroa St, Gardena, CA 90248
 Dag Reckhorn - Vice President of Global Manufacturing
Electric Vehicle Manufacturing

Board Summary

Business Type: New  County: Clark County  Development Authority Representative: Morgan Bunker - LVGEA

PROJECT DESCRIPTION
- Facility: 3.4 million square-foot automobile manufacturing facility
- $1.3 billion investment in facility and equipment, $500 million in building and $700 million in equipment
- Peak construction employment of approximately 2,400 construction and installation workers
- 4,500 direct jobs on the site with an average wage of $22 per hour, plus excellent benefit package; 9,076 indirect jobs at an average wage of $26
- Faraday to receive standard abatements upon approval. Faraday will receive enhanced abatements once a $1 billion investment has been reached.

PROFILE
At Faraday Future, we believe that today's cars do not meet today's needs. Technological innovations, energy constraints, urban crowding and demanding lifestyles have each contributed to a fundamental shift in our relationships with our cars. By placing equal emphasis on automotive and technology disciplines, our team of experts is uniquely positioned to take a user-centric, technology-first approach to vehicle design with the ultimate aim of connecting the automotive experience to the rest of your life. We will launch with fully-electric vehicles that will offer smart and seamless connectivity to the outside world. Beyond traditional electric vehicles, we are also developing other aspects of the automotive and technology industries, including unique ownership models, in-vehicle content and autonomous driving.* Source: faradayfuture.com

SIGNIFICANCE OF ABATEMENTS IN THE COMPANY'S DECISION TO RELOCATE/EXPAND
Faraday looked at multiple sites around the United States before making their decision to locate in North Las Vegas. Faraday locations of interest included California, Louisiana, and Georgia. Tax abatements were considered by Faraday to be a crucial part in their decision to locate to Nevada.

REQUIREDS
Job Creation 4,500, not an abatement requirement.
Average Wage $22.00, not an abatement requirement, but a tax credit program requirement.
Investment $1 billion over 10 years

INCENTIVES
Abatements
Requested Terms  Estimated $ Amount
Sales Tax Abmt. (Local) 15-years Up to 100% $86.9 million
Real & Personal Property Tax Abmt. 10-years 75% $78.0 million
Modified Business Tax Abmt. 10-years 75% $12.9 million
Subtotal

Credits
TTC for Qualified Jobs Up to 4,000 jobs $9,500 / job
Subtotal

Total

TOTAL

4,500 50

12-Month Projection 3 to 5-Year Projection

OTHER CAPITAL INVESTMENT
Land $25,000,000 N/A
Building Purchase $512,000,000 $737,000,000
Building Improvements
Building Improvements

ECONOMIC IMPACT ESTIMATES (20-Year Cumulative)
Total Jobs Supported
Total Payroll Supported $10.7 billion
Total Output Estimate $87.5 billion

Estimate includes jobs, payroll & output by the company assisted as well as the secondary impacts to other local businesses.

KEY FISCAL ESTIMATES (20-Year Cumulative)
Direct Indirect Total
Local Taxes
Local Government $71.1 million $205.9 million $277 million
School District $45.7 million $213.7 million $259.3 million
State Taxes
State of Nevada $38 million $191.3 million $229.3 million
Total $154.7 million $610.9 million $756.6 million

1 Does not include additional Faraday contribution to K-12 education of $1 million per year for six years, beginning in 2018-2019 school year.

COST-BENEFIT ASSESSMENT
Economic Impact per Abatement Dollar $405
New Total Tax per Abated Dollar $3.55

EMPLOYEE BENEFITS
- Percentage of health insurance covered by company: 100%
- Health care package cost per employee - $6,109 annually with options for dependents. Qualified 30-days after hire.
- Overtime, PTO/Sick/Vacation, Bonus, Retirement, Merit, Equity Incentive, Tuition assistance

NOTES
- Percentage of market outside of Nevada: 95%
- Faraday Future is projected to increase manufacturing employment in the county by more than 20%
- Faraday Future is projected to add over 4% to the Gross Regional Product in Clark County
- Faraday will make a direct contribution to K-12 education of $1 million per year for six years, beginning in 2018-2019 school year.
ATTACHMENT “D”.

MINUTES INCLUDING MOTIONS
STATE OF NEVADA
GOVERNOR'S OFFICE of ECONOMIC DEVELOPMENT
BOARD MEETING
January 22, 2016

The meeting of the Board of Economic Development was called to order by Governor Brian Sandoval at the Grant Sawyer Building, Governor's Board Room, 555 E. Washington Avenue, Room 5100, Las Vegas, Nevada, 89101; and via video conference at the Nevada State Capital Building, The Guinn Room, 101 S. Carson Street, Carson City, Nevada, 89701

1. CALL TO ORDER

VOTING BOARD MEMBERS PRESENT

Governor Brian Sandoval, State of Nevada
Lt. Governor Mark Hutchison, State of Nevada
Secretary of State, Barbara Cegavske, State of Nevada
Dr. Weldon Havins, Director, Medical Jurisprudence and Ophthalmology, Touro University Nevada
Mr. Rob Roy, CEO/Founder, Switch
Mr. Benny Yerushalmi, Owner, The Jewelers of Nevada
Mr. James Barrett, Jr., President and Founder, The JABarrett Company
Ms. Kathleen Drakulich, Attorney, McDonald Carano Wilson

VOTING BOARD MEMBERS ABSENT AND EXCUSED

Mr. Sam Routson, Chief Administrative Officer, Winnemucca Farms

NON-VOTING BOARD MEMBERS PRESENT

Mr. Daniel Klaich, Chancellor & CEO, Nevada System of Higher Education
Mr. Don Soderberg, Director, Department of Employment Rehabilitation and Training

STAFF MEMBERS PRESENT

Mr. Steve Hill, Executive Director, GOED, Secretary of Board
Ms. Wendy Pope, Business Specialist, GOED
Ms. Jenn Cooper, Communications Director, GOED
Mr. Brad Mamer, Business Development Director, GOED
Ms. Shante Willis, Administrative Assistant, GOED
Ms. Michelle Schierholt, Executive Assistant, GOED
Mr. Mike Skaggs, Industry Specialist, GOED
Mr. Bob Potts, Research Director, GOED
Ms. Dana Novotny, Fiscal Technician, GOED
Mr. Steve Woodbury, Administrative Services Officer, GOED

GUESTS PRESENT
Assemblywoman Irene Bustamante-Adams  
Ms. Henna Rasul, Attorney General’s Office  
Mr. Morgan Bunker, LVGEA  
Ms. Karen Juencke, LVGEA  
Mr. Michael Walsh, LVGEA  
Ms. Cassidy Klundt, Sitel  
Mr. Andrew Eisen, MD, Valley Health

2. PUBLIC COMMENT

Governor Sandoval opened public comment. There was no public comment.

3. GOVERNOR SANDOVAL’S COMMENTS

Governor Sandoval wished everyone a Happy New Year. He thanked everyone for their efforts in 2015 and looks forward to a productive 2016. He noted the unemployment rate is at its lowest point since 2008 and that Nevada has the third strongest job growth in the country.

4. APPROVAL OF THE NOVEMBER 19, 2015 BOARD MEETING MINUTES

A MOTION WAS MADE BY MR. BARRETT TO APPROVE THE NOVEMBER 19, 2015 MEETING MINUTES; THIS MOTION WAS SECONDED BY LIEUTENANT GOVERNOR HUTCHISON. THE MOTION PASSED UNANIMOUSLY.

5. ABATEMENT AND INCENTIVE APPLICATIONS FOR BOARD APPROVAL

A. GULFSTREAM PRODUCT SUPPORT CORP.
   - AVIATION SALES TAX ABATEMENT
   - AVIATION PERSONAL PROPERTY TAX ABATEMENT

Director Hill stated that this Agenda Item has been withdrawn.

B. FARADAY FUTURE
   - SALES TAX ABATEMENT
   - MODIFIED BUSINESS TAX ABATEMENT
   - PERSONAL PROPERTY TAX ABATEMENT
   - REAL PROPERTY TAX ABATEMENT
   - TRANSFERABLE TAX CREDITS
   - WINN PROGRAM
Mr. Morgan Bunker with the Las Vegas Global Economic Alliance presented Faraday Future. The company is seeking incentives for the following tax abatements: Sales Tax Abatement, Modified Business Tax Abatement, Personal Property Tax Abatement, Real Property Tax Abatement, Transferrable Tax Credits, and to participate in the WINN [Workforce Innovations for the New Nevada] Program. Faraday Future meets all the incentive requirements. Joining Mr. Bunker is Ilan Goldman, the Deputy General Counsel; Cathy Steinmetz, Senior Manager, DHS Training and Manufacturing and Kirby Lloyd, Project Manager for ACOM who is the design-build organization for the project.

Ms. Steinmetz provided an overview of the significance the abatements would have for Faraday Future. Faraday Future would be making a $1B investment with their creation of a manufacturing campus to be located at the Apex Industrial Park in North Las Vegas.

Secretary of State Cegavske asked the square footage of the property and the building. Ms. Steinmetz stated the approximate acreage is 900 acres and the building footprint is 3,000,000 square feet.

Ms. Steinmetz noted that the key attributes for Faraday Future coming to Nevada were: availability of a skilled and talented workforce; competitive environment for capital operating costs; matches timeline for production goals; business-friendly environment; and global brand expansion. She further noted that they started with 208 possible locations and narrowed it down to North Las Vegas. She detailed workforce plans and goals, the wages and benefits program, and the economic impact to the area.

Secretary of State Cegavske asked about the infrastructure. She noted that there is a need for water and asked if there was electricity. Ms. Steinmetz stated that the utilities and the process by which they are getting to Apex is still being worked out.

Lieutenant Governor Hutchison asked for comments on the importance of the workforce development legislation and what the expectations are going forward. Ms. Steinmetz stated that Nevada did not have a substantial workforce development program and Faraday asked for the support of the State to help design and fund a workforce training program. She further stated that, internally, Faraday is determining both its workforce definitions as well as identifying ways that the State and Faraday can partner on workforce development.

Lieutenant Governor Hutchison asked what types of ancillary positions and businesses, vendors, suppliers were going to be created as part of the supply chain or vendor chain. Ms. Steinmetz noted that after the facility is built, it will be a combination of direct suppliers and service organizations that support the processes of Faraday.

Ms. Steinmetz was asked about the batteries and where they will be obtained. She explained that the batteries are lithium ion cells. The company will source the cells, but assemble the battery packs in house.

Mr. Barrett asked what the production capabilities are in the building. Mr. Goldman noted that they had not publicly announced what the capacity would be at full production.
Director Hill described the agreement that was reached with Faraday. He described the four components to the agreement which are: tax abatements, transferrable tax credits, workforce development WINN program and infrastructure. He stated his support for the approval of the abatements for Faraday Future.

Secretary of State Cegavske asked if there was an agreement with the school district or CSN. Director Hill confirmed that there was and that it would likely be expanded over time.

Secretary of State Cegavske asked about bonding and ensuring that there were no capacity or infringement issues. Director Hill confirmed that there would not be, and that this would be part of the Office’s administrative function to ensure this will remain the case.

Secretary of State Cegavske asked if there was a fire station slated to be built. Director Hill confirmed that at some point a fire station would be built.

Lieutenant Governor Hutchison asked for clarification on the difference between SIDs [Special Improvement District] and TIA's [Tax Increment Area] in terms of risk and future expectations. Director Hill explained that the Special Improvement District is very low risk.

Director Hill described next steps and the process for starting the building of the infrastructure and the bonding process.

Secretary of State Cegavske asked for clarification on what was specifically being approved. Director Hill noted that it was the first five items. The WINN Program was listed on the agenda in the event that they had progressed to the point of Board approval, but that is not the case. Secretary of State Cegavske asked if these items would then come back before the Board or if it was approval for the Director to make decisions. Director Hill noted that only significant issues would come before the Board, otherwise, he would be acting within the authority granted by the board to administer contracts with Faraday.

Governor Sandoval commented on Faraday and the progression to reaching this point today. He noted the benefits of Faraday for the State of Nevada.

A MOTION WAS MADE BY LIEUTENANT GOVERNOR HUTCHISON TO APPROVE THE ABATEMENT APPLICATION FOR SALES TAX ABATEMENT, A MODIFIED BUSINESS TAX ABATEMENT, PERSONAL PROPERTY TAX ABATEMENT, REAL PROPERTY TAX ABATEMENT AND TRANSFERRABLE TAX CREDITS FOR FARADAY FUTURE; THIS MOTION WAS SECONDED BY MR. YERUSHALMI. THE MOTION PASSED UNANIMOUSLY.

6. APPROVAL OF A RESOLUTION AUTHORIZING THE DIRECTOR TO TAKE THE FOLLOWING ADMINISTRATIVE ACTIONS RELATED TO FARADAY
FUTURE WITHOUT FURTHER BOARD REVIEW OR APPROVAL:

A. Issue Certificates of Eligibility to Faraday Future;
B. Facilitate Creation of an Economic Diversification District for Faraday by City of North Las Vegas;
C. Facilitate Execution of a Sales & Use Tax Refund Agreement between Nevada Department of Taxation and City of North Las Vegas;
D. Negotiate Reimbursement Agreements with City of North Las Vegas, Regional Transportation Commission of Southern Nevada and Southern Nevada Water Authority for Phase 1 Infrastructure Projects at Apex;
E. Approve Addition of Other Participants to the Faraday Qualified Project;
F. Negotiate and Execute an Incentive Agreement with Faraday;
G. Administer Faraday's Use of Economic Development Rate Rider Program;
H. Administer Other Terms and Conditions Contained in AB 1, SB 1 and SB 2 Enrolled During 29th (2015) Special Session of Nevada Legislature.

Director Hill explained the components of the resolution and the background.

Secretary of State Cegavske asked for confirmation that Agenda Item No. 6 encompasses the request of the Legislature which wanted to ensure the Board’s role in this process and wanted to know if this was following that intent. Director Hill confirmed that it did.

Lieutenant Governor Hutchison asked in what circumstances the Tax Department would become liable or would have an obligation to refund? Director Hill explained and demonstrated a typical situation in which this would happen. Lieutenant Governor Hutchison asked for the same explanation for the reimbursement agreements. Director Hill provided an example in which this would happen.

A MOTION WAS MADE BY MR. YERUSHALMI TO APPROVE THE RESOLUTION AUTHORIZING THE DIRECTOR TO TAKE THE ADMINISTRATIVE ACTIONS RELATED TO FARADAY FUTURE WITHOUT FUTURE BOARD REVIEW OR APPROVAL AS DESCRIBED IN THE RESOLUTION ENTITLED “RESOLUTION 2016-0122.” AS PART OF THE RESOLUTION, TO DELETE “SPECIAL BOARD MEETING” INCLUDED IN THE TITLE, CORRECT TYPO IN PARAGRAPH 1, CHANGE WORDING OF PARAGRAPH 3, AND BOARD AUTHORIZATION FOR THE CHAIR TO BE THE SIGNATORY OF THE RESOLUTION; THIS MOTION WAS SECONDED BY DR. HAVINS. THE MOTION PASSED UNANIMOUSLY.

7. REQUEST FOR BOARD APPROVAL OF THE APPOINTMENT OF SENATOR RICHARD BRYAN, BARBARA SMITH CAMPBELL, RANDY GARCIA AND PHILLIP SATRE AS BOARD MEMBERS FOR THE SUCCESS NEVADA ECONOMIC DEVELOPMENT CORPORATION, A 501(C)(3) NONPROFIT CORPORATION FOR PUBLIC BENEFIT.
Director Hill provided background on the recommendations for appointment. He noted that their bios were sent out and provided in the packages for the meeting.

**A MOTION WAS MADE BY SECRETARY OF STATE CEGAVSKE TO APPROVE THE REQUEST FOR BOARD APPROVAL OF THE APPOINTMENT OF SENATOR RICHARD BRYAN, BARBARA SMITH CAMPBELL, RANDY GARCIA AND PHILLIP SATRE AS BOARD MEMBERS FOR THE SUCCESS NEVADA ECONOMIC DEVELOPMENT CORPORATION, A 501(C)(3) NONPROFIT CORPORATION FOR PUBLIC BENEFIT; THIS MOTION WAS SECONDED BY MR. BARRETT. THE MOTION PASSED UNANIMOUSLY.**

8. **DIRECTOR’S REPORT—REVIEW & DISCUSSION**

   Director Hill noted the hard work of GOED staff and thanked them for their significant role during Special Session and throughout the process with Faraday. He described his speaking engagement at the Las Vegas Global Economic Alliance’s State of Economic Development meeting and the partnerships and sentiments across the State of Nevada to support economic development. He noted recent successes that the Office has had with several different initiatives.

9. **PUBLIC COMMENT**

   Governor Sandoval asked for public comment and there was none.

10. **ADJOURNMENT**

    **A MOTION WAS MADE BY SECRETARY OF STATE CEGAVSKE TO ADJOURN; THIS MOTION WAS SECONDED BY LIEUTENANT GOVERNOR HUTCHISON. THE MOTION PASSED UNANIMOUSLY.**
ATTACHMENT “E”

RESOLUTION
Nevada Governor’s Office of Economic Development  
Board Meeting of the Board of Economic Development  
January 22, 2016

Resolution 2016-0122.1

Pursuant to those certain bills enrolled into law during the 29th (2015) Special Session of the Nevada Legislature, including Assembly Bill No. 1 (“AB 1”), Senate Bill No. 1 (“SB 1”), Senate Bill No. 2 (“SB 2”) and Senate Bill No. 3 (“SB 3”), and other applicable laws (“the applicable laws”), the Board of Economic Development (“Board”) authorizes the Director to take the following administrative actions without further Board review or approval:

1. Issue Certificates of Eligibility to Faraday Future, a Nevada registered foreign corporation, acting as the Lead participant of the Qualified Project known as the Faraday Future EV Facility, for:
   a. An abatement of up to 100 percent of the “local sales and use taxes” that would otherwise be imposed on each Participant for the Qualified Project pursuant to chapters 374 and 377 of NRS on the gross receipts of any retailer from the sale of tangible personal property sold at retail, or stored, used or otherwise consumed, in the county in which the Qualified Project is located, for a duration of not more than 15 years after the effective date of the incentive agreement. This abatement does not apply to the taxes imposed by NRS chapter 372;
   b. A 75% abatement of real and personal property taxes that would otherwise be owed by each Participant for the Qualified Project, including but not limited to the Lead participant (“Participant”), for a duration of not more than 10 years after the effective date of the incentive agreement;
   c. A 75% abatement of employer excise taxes, otherwise known as the Modified Business Tax, that would otherwise be owed by each Participant for employees employed by the Participant for the Qualified Project, for a duration of not more than 10 years after the effective date of the incentive agreement;
   d. Transferable tax credits in an amount not to exceed a total of $38,000,000 in the amount of $9,500 for each qualified employee of a Participant, to a maximum of 4,000 Qualified Employees, employed at the Qualified Project by all Participants, collectively; as further conditioned by the state fiscal year limitations established in Sec. 14 of Senate Bill No. 1;

2. In coordination with the Nevada Department of Taxation (“Department”) and the City of North Las Vegas (“City”), monitor the creation of an Economic Diversification District by the City and the execution of a Refund Agreement between the Department and City that reimburses to the Lead participant, and other qualified participants, sales taxes imposed by
NRS chapters 372 which otherwise would not be included in the abatement described in Section 1(a) herein;

3. Negotiate and execute on behalf of the State of Nevada reimbursement agreements with the City of North Las Vegas, the Regional Transportation Commission of Southern Nevada, and the Southern Nevada Water Authority for reasonable and customary costs associated with infrastructure projects to facilitate the Phase I Faraday and Apex infrastructure projects;

4. Approve Other Participants upon the petition of Faraday Future, Incorporated acting as the Lead Participant of the Qualified Project;

5. Take the steps necessary to administer those other terms and conditions contained in the applicable laws;

6. Negotiate and execute a contract by and between the state of Nevada, acting by and through the Office of Economic Development, and the Lead Participant, that carries out the statutory requirements contained in the applicable laws; and

7. Administer the Economic Development Rate Rider program contained in the special legislation known as Assembly Bill No. 1.

Signature

Gov. Brian Sandoval
Chairman, Board of Economic Development

Date 2/29/16