

## City of Chicago



O2020-6018

## Office of the City Clerk

## **Document Tracking Sheet**

**Meeting Date:** 12/16/2020

Sponsor(s): Sigcho-Lopez (25)

Type: Ordinance

Title: Conveyance of subsurface freight tunnels to and execution

of easement agreement with 600 S Wells (Chicago III) LLC

for development of multi-phase, mixed-use residential

development located at 223-313 W Harrison St

Committee(s) Assignment: Committee on Transportation and Public Way

#### **ORDINANCE**

- WHEREAS, the City of Chicago (the "City") is a home rule unit of government by virtue of the provisions of the Constitution of the State of Illinois of 1970, and as such, may exercise any power and perform any function pertaining to its government and affairs; and
- WHEREAS, 600 S. Wells (Chicago III), LLC, a Delaware limited liability company ("Developer"), is the owner of a portion of the approximately 6.5-acre site located generally at 223-313 West Harrison Street, Chicago, Illinois, which is legally described on Exhibit C attached hereto and incorporated herein (the "Property"); and
- WHEREAS, Developer intends to develop the Property with a multi-phase, mixed-use residential development (the "Project"); and
- WHEREAS, the Property contains certain subsurface freight tunnels (the "<u>Tunnels</u>"). The locations of the Tunnels are depicted in <u>Exhibit B</u> attached hereto and incorporated herein. The Tunnels are integrated into a city-wide freight tunnel system that is operated and maintained by the City (the "<u>Tunnel System</u>"); and
- WHEREAS, Developer has determined that it is necessary to fill the Tunnels, install bulkheads, and grout between bulkheads (the "<u>Tunnel Work</u>") in order to facilitate construction of future phases of the Project. Developer proposes to undertake the Tunnel Work at its sole cost and expense; and
- WHEREAS, the City has determined that the Tunnels are not a necessary part of the Tunnel System. The City has no objection to Developer completing the Tunnel Work, provided that City access to the Tunnel System is unimpeded by the Tunnel Work and the Project; and
- WHEREAS, the City has historically used a vertical access shaft abutting the Property at Polk Street to access the Tunnels and portions of the Tunnel System near the Property (the "<u>Tunnel Access Point</u>"). The Tunnel Work will permanently block subsurface connections from Polk Street to the Tunnels and such portions of the Tunnel System that lie to the north and east of the Property; and
- WHEREAS, in connection with the Tunnel Work, Developer has agreed to establish a new tunnel access point by installing a vertical access shaft on the Property along the northern property line (the "Access Shaft"). The Access Shaft will be physically connected to and integrated with portions of the Tunnel System that lie to the north and east of the Property; and
- WHEREAS, Developer's contractors, Rausch Infrastructure, LLC, an Illinois limited liability company, and Lendlease (US) Construction, Inc., a Florida corporation, each intend to enter into a Chicago Freight Tunnel Construction and Maintenance Agreement providing for the bulkheading of the Tunnel System on the Property, the construction of the Access Shaft to replace the Tunnel Access Point, the turnover of the Access Shaft and related construction matters; and

- WHEREAS, Developer and City desire to provide the City access in perpetuity to the Tunnel System via the Access Shaft, subject to the terms of an easement agreement; and
- WHEREAS, the location of the easement is depicted in the plat of easement attached hereto as <u>Exhibit A</u>, and legally described in <u>Exhibit D</u> attached hereto, and each such exhibit is incorporated herein; and
- WHEREAS, Developer owns the portion of the Property to be encumbered by the easement; and
- WHEREAS, the City's Department of Transportation ("CDOT") has determined that following Developer's completion of the construction of the Tunnel Access Shaft the Tunnels will not be a necessary part of the Tunnel System and it would no longer be in the best interests of the City to retain ownership of the Tunnels; and
- WHEREAS, the City has agreed to convey its interests in the Tunnels to Developer; now therefore,

#### BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CHICAGO:

**SECTION 1.** The foregoing recitals are hereby adopted as the findings of the City Council.

- **SECTION 2**. The sale of the Tunnels to Developer for the sum of Ten and 00/100 Dollars (\$10.00) is hereby approved.
- SECTION 3. The Mayor or her proxy is authorized to execute, and the City Clerk or Deputy City Clerk is authorized to attest, one or more quitclaim deeds (each a "Deed", and collectively, "Deeds") conveying the Tunnels to Developer, or to an entity of which Developer is the sole owner and the controlling party.
- **SECTION 4.** The Commissioner of CDOT (the "Commissioner") or a designee of the Commissioner is each hereby authorized, with the approval of the City's Corporation Counsel as to form and legality, to enter into an Easement Agreement in substantially the form attached hereto and incorporated herein as **Exhibit E**, and to negotiate, execute and deliver such other supporting documents as may be necessary or appropriate to carry out and comply with the provisions of the Easement Agreement, with such changes, deletions and insertions as shall be approved by the persons executing the Easement Agreement.
- SECTION 5. Within one hundred eighty (180) days after the passage of this ordinance, Developer shall file or cause to be filed for recordation with the Office of the Recorder of Deeds of Cook County, Illinois (i) the Deed(s) and (ii) the fully-executed Easement Agreement.
- **SECTION 6.** If any provision of this ordinance shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such provision shall not affect any of the other provisions of this ordinance.

SECTION 7. All ordinances, resolutions, motions or orders in conflict with this ordinance are hereby repealed to the extent of such conflict.

SECTION 8. This ordinance shall take effect immediately upon its passage and publication.

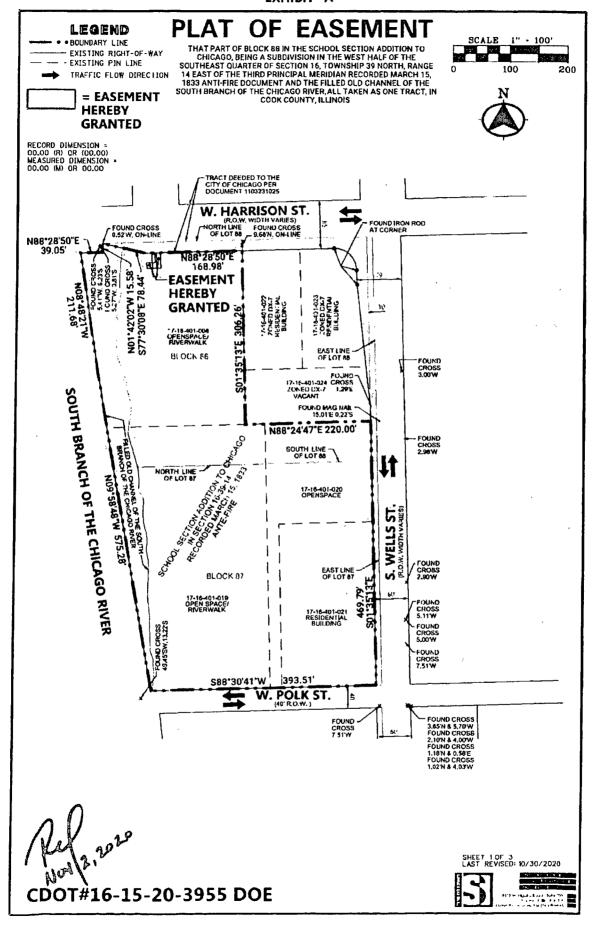
Introduced By:

Honorable Byron Sigcho-Lopez Alderman, 25th Ward

### **EXHIBIT A**

## PLAT OF EASEMENT

[Attached]



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## PLAT OF EASEMENT

ACCESS EASEMENT DESCRIPTION:

17-16-401-008-0000

PARCEL "A":

PARCEL "A":

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE QUCUMENT AND THE FILLED OLD CHANNHLE OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF 18.9 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM, BOLLOW PROJECTED CHICAGO CITY DATUM, MOI LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED, BOUNDED AND DESCRIBED AS FOLLOWS; COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LIBE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT EBING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFGRESAID, THENCE SOUTH 88 DEGREES 28 MINUTES SO SECONDS WEST, ALONG THE SOUTH LINE OF SAID ORIGINAL WEST MARRISON STREET, 36.2.99 FEET; THENCE SOUTH 88 DEGREES 28 MINUTES SO SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 27.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER OCCUMENT 1103231025, THENCE SOUTH 89 DEGREES 30 MINUTES SO SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 27.00 FEET TO A POINT ON A LINE 27.00 FEET THENCE NORTH OIL DEGREES 31 MINUTES SO SECONDS EAST, ALONG SAID SOUTH LINE, 27.00 FEET THENCE NORTH OIL DEGREES 31 MINUTES SO SECONDS EAST, ALONG SAID SOUTH LINE, 27.00 FEET THENCE NORTH OIL DEGREES 31 MINUTES SO SECONDS EAST, ALONG SAID SOUTH LINE, 27.00 FEET THENCE NORTH OIL DEGREES 31 MINUTES SO SECONDS EAST, ALONG SAID PARALLEL LINE, 14.50 FEET, THENCE NORTH OIL DEGREES 31 MINUTES SO SECONDS EAST, ALONG SAID PARALLEL LINE, 14.50 FEET, THENCE NORTH OIL DEGREES 3

TOGETHER WITH PARCEL "B";

TOGETHER WITH PARCEL "B";

TOGETHER WITH PARCEL "B";

THAT PART OF BLOCK 80 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION IG, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE HIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF -30.33 FEET BELOW CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM, WAN LYING WITHIN ITS HORIZONTAL BOLDANTY PROJECTED VERTICALLY, BOUNDED AND DESCRIBED AS FOLLOWS, COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET STOFT HE NORTHEAST CORNER OF BLOCK BB AFOREXAID. THENCE SOUTH 80 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG THE SOUTH LINE OF SAID GRICINAL WEST HARRISON STREET, SEEPS FEET, THENCE SOUTH OI DEGREES 31 MINUTES 50 SECONDS WEST, ALONG THE SOUTH LINE OF SAID SOUTH LINE, 19.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER DOCUMENT 1103231025; THENCE CONTINUING SOUTH OI DEGREES 31 MINUTES 10 SECONDS WEST, ALONG SAID PARALLEL LINE, 10.50 FEET TO THE POINT OF BEGINNING, THENCE CONTINUING SOUTH BE DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 10.50 FEET TO THE POINT OF BEGINNING, THENCE CONTINUING SOUTH BE DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 10.50 FEET TO THE POINT OF BEGINNING, THENCE CONTINUING SOUTH BE DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 10.50 FEET TO THE POINT OF BEGINNING, THENCE CONTINUING SOUTH BE DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 10.50 FEET TO THE POINT OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT THOSE OF THE PROPORTIOLAR TO SAID SOUTH LINE, 10.00 FEET TO A POINT ON A LINE 17.00 FEET TO THE POINT OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARR

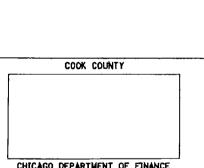
ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 3182 CUBIC FEET, MORE OR LESS.

TOGETHER WITH PARCEL "C",

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION IS, TOWNSHIP 39 MORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF -30.33 FEET BELOW CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF -30.33 FEET BELOW CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF -30.33 FEET BELOW CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED VERTICALLY, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED VERTICALLY, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10,00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 8B AFORESAID, THENCE SOUTH 88 DEGREES 28 MINUTES SO SECONDS WEST, ALONG THE SOUTH LINE OF SAID ORIGINAL WEST HARRISON STREET, 36.29 FEET, THENCE SOUTH 88 DEGREES 28 MINUTES SO SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 27.00 FEET TO A POINT ON A LINE 27.00 FEET TO A POINT ON A LINE 27.00 FEET TO A POINT ON A LINE 27.00 FEET TO AND PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING THENCE SOUTH 88 DEGREES 28 MINUTES 10 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING THENCE NORTH OIL DEGREES 31 MINUTES 10 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING THENCE NORTH OIL DEGREES 31 MINUTES 10 SECONDS WEST, THENCE SOUTH ON A LINE PARALLEL WITH THE SOUTH LINE OF SAID WEST HARRISON STREET, THENCE SOUTH 88 DEGREES 28 MINUTES 10 SECONDS WEST, THENCE SOUTH OF DEGREES 30 MINUTES 10 SECONDS WEST, THENCE SOUTH BE DEGREES 30 SCHOONS WEST, THENCE SOU

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CHICAGO DEPARTMENT OF FINANCE

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WE, SPACECO, INC., AN ILLINOIS PROFESSIONAL DESIGN FIRM, NUMBER 184-001157 DO HEREBY DECLARE THAT WE HAVE PREPARED THE PLAT HEREON DRAWN FOR THE PURPOSE OF GRANTING EASEMENTS AS SHOWN, AND THAT THE PLAT IS A IS A TRUE AND CORRECT REPRESENTATION OF SAID EASEMENTS.

ALL DIMENSIONS ARE IN FEET AND DECINAL PARTS THEREOF. NO DISTANCES OR ANGLES SHOWN HEREON MAY BE ASSUMED BY SCALING.

THIS PROFESSIONAL SERVICE CONFORMS TO THE CURRENT ILLINOIS MINIMUM STANDARDS FOR A BOUNDARY SURVEY.

GIVEN UNDER OUR HAND AND SEAL THIS 2nd DAY OF NOVEMBER, 2020 IN ROSEMONT, ILLINOIS. 2020 CCAY PORKING

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COUPARE ALL DIMENSIONS BEFORE BUILDING REPORT ANY DISCREPANCIES AT DMCE. REFE DEED OR TITLE POLICY FOR BUILDING LINES EASEMENTS.

CDOT#16-15-20-3955 DOE

#### CHICAGO DEPARTMENT OF TRANSPORTATION SURVEYOR'S NOTES:

1. BASIS OF BEARINGS: TRUE NORTH BASED ON GEODETIC OBSERVATION IL EAST ZONE

#### 2. PREPARED FOR

RIVER SOUTH PROPERTIES, LLC 30 S. WACKER DR, 24TH FLOOR 30 S. WACKER D CHICAGO, 60606

- 3. NO DIMENSIONS SHOULD BE ASSUMED BY SCALE MEASUREMENTS UPON THE PLAT.
- 4. LAST DATE OF FIELD WORK: JULY 16, 2015.
- 5. ZONING INFORMATION SHOWN HEREON BASED ON CHICAGO DEPARTMENT OF ZONING ON-LINE ZONING MAP ACCESSED MARCH 4, 2020, THE UNDERLYING PROPERTY IS ZONED PD-1298

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SHEET 3 OF 3 LAST REVISED: 10/30/2020

RIVER SOUTH PROPERTIES, LLC 30 S. WACKER DR. 24TH FLOOR CHICAGO, 60606

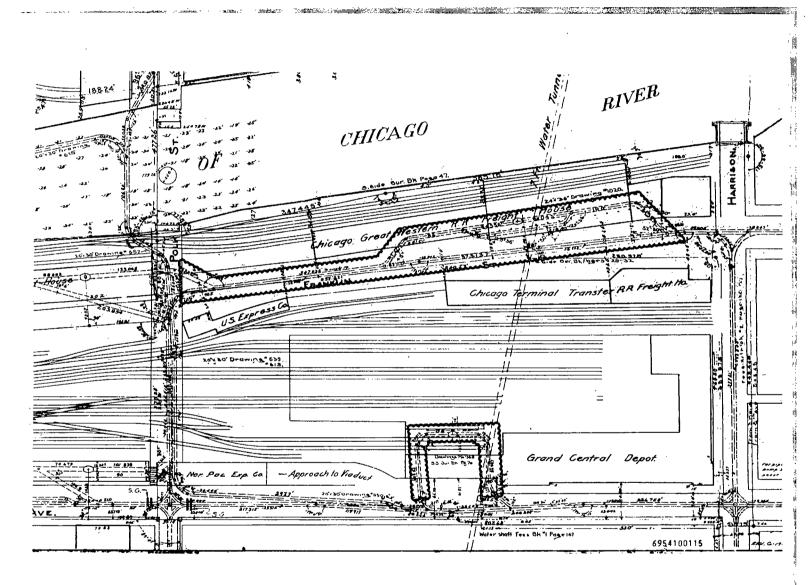




## **EXHIBIT B**

## DEPICTION OF TUNNELS

[Attached]



## **EXHIBIT C**

## LEGAL DESCRIPTION OF THE PROPERTY

[Attached]

THAT PART OF BLOCK 68 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH. RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER. ALL TAKEN AS ONE TRACT, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFORESAID, AND RUNNING THENCE SOUTH OO DEGREES, 01 MINUTES, 33 SECONDS WEST ALONG THE WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 325.00 FCET; THENCE NORTH 89 DEGREES, 58 MINUTES, 27 SECONDS WEST ALONG A STRAIGHT LINE, A DISTANCE OF 220.00 FEET 10 THE POINT OF BEGINNING FOR THAT PART HEREINAFTER DESCRIBED; THENCE CONTINUING NORTH 89 DEGREES, 58 MINUTES, 27 SECONDS WEST ALONG SAID STRAIGHT LINE, A DISTANCE OF 242.80 FEET TO AN INTERSECTION WITH THE EAST DOCK LINE OF THE NEW CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, AS ESTABLISHED BY ORDINANCE PASSED BY THE CITY COUNCIL ON JULY 8, 1926; THENCE NORTH OB DEGREES, 19 MINUTES, 28 SECONDS WEST ALONG SAID DOCK LINE, SAID DOCK LINE BEING HERE A LINE WHICH IS 200.00 FEET EASTERLY FROM AND PARALLEL WITH THE EAST LINES OF LOTS 15, 17 AND 18 IN THE RAILROAD COMPANIES RESUBDIVISION OF PART OF THE SCHOOL SECTION ADDITION TO CHICAGO, THE PLAT OF WHICH WAS RECORDED MARCH 29, 1924 AS DOCUMENT NO. 8339751, A DISTANCE OF 101.08 FEET: THENCE NORTH OF DEGREES, 11 MINUTES, 37 SECONDS WEST ALONG SAID EAST DOCK LINE, A DISTANCE OF 211 66 FEET TO A POINT 15.58 FEET SOUTH OF THE SOUTH LINE OF WEST HARRISON STREET; THENCE SOUTH 89 DEGREES, 54 MINUTES, 35 SECONDS EAST, PARALLEL WITH THE SOUTH LINE OF WEST HARRISON STREET, A DISTANCE OF 39.05 FEET TO AN INTERSECTION WITH A LINE WHICH IS PERPENDICULAR TO SAID SOUTH LINE OF WEST HARRISON STREET AT A POINT 475.01 FEET (AS MEASURED ALONG THE NORTH LINE OF BLOCK 88, BEING THE SOUTH LINE OF WEST HARRISON STREET) WEST OF THE NORTHEAST CORNER OF SAID BLOCK 88: THENCE NORTH OO DEGREES, 05 MINUTES. 25 SECONDS EAST ALONG SAID PERPENDICULAR LINE, A DISTANCE OF 15.58 FEET TO THE AFORESAID POINT ON THE SOUTH LINE OF WEST HARISON STREET; THENCE SOUTH 89 DEGREES. 54 MINUTES, 35 SECONDS EAST ALONG SAID SOUTH LINE OF WEST HARRISON STREET, A DISTANCE OF 245.01 FEET, AND THENCE SOUTH OD DEGREES, O1 MINUTES. 33 SECONDS WEST ALONG A LINE PARALLEL WITH SAID WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 325.25 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

#### EXCEPTING THEREFROM THE FOLLOWING:

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16. TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF W. HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET. SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88; THENCE SOUTH 88 DEGREES 29 MINUTES 46 SECONDS WEST ALONG SAID SOUTH LINE OF W. HARRISON STREET A DISTANCE OF 220 DO FEET TO THE POINT OF BEGINNING; THENCE SOUTH O1 DEGREE 33 MINUTES 18 SECONDS EAST 19.00 FEET TO A LINE PARALLEL WITH AND 19.00 FEET SOUTH OF SAID SOUTH LINE OF W. HARRISON STREET; THENCE SOUTH 88 DEGREES 29 MINUTES 46

SECONDS WEST ALONG SAID PARALLEL LINE A DISTANCE OF 168.97 FEET; THENCE NORTH 77 DEGREES 28 MINUTES 43 SECONDS WEST A DISTANCE OF 78.40 FEET TO A POINT ON SAID SOUTH LINE OF W. HARRISON STREET, SAID POINT BEING 475.01 FEET WEST FROM THE NORTHEAST CORNER OF SAID BLOCK 88; THENCE NORTH 88 DEGREES 29 MINUTES 46 SECONDS EAST A DISTANCE OF 245.01 FEET ALONG SAID SOUTH LINE OF W. HARRISON STREET TO THE POINT OF REGINNING.

THAT PART OF BLOCKS 87 AND 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE IHIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF WEST HARRISON STREET, WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88; AND RUNNING THENCE SOUTH 00 DECREES 01 MINUTES 33 SECONDS WEST ALONG THE WEST LINE OF SOUTH WELLS STRFET, A DISTANCE OF 325.00 FEET TO A POINT OF BEGINNING OF THE LAND HEREIN DESCRIBED; THENCE CONTINUING SOUTH 00 DEGREES 01 MINUTES 33 SECONDS WEST ALONG SAID WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 469.69 FEET TO THE NORTH LINE OF WEST POLK STREET; THENCE NORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST ALONG SAID NORTH LINE OF WEST POLK STREET A DISTANCE OF 185.78 FEET; THENCE NORTH 00 DEGREES 01 MINUTES 33 SECONDS EAST PARALLEL WITH SAID WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 469.42 FEET TO AN INTERSECTION WITH A LINE DRAWN PERPENDICULAR TO SAID WEST LINE OF SOUTH WELLS STREET FROM THE AFORE DESCRIBED POINT OF BEGINNING; THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS EAST ALONG SAID LAST DESCRIBED PERPENDICULAR LINE, A DISTANCE OF 185.78 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS (EXCEPTING THEREFROM THE FOLLOWING DESCRIBED LAND:

THAT PART OF BLOCK 87 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE WEST LINE OF SOUTH WELLS STREET AND THE NORTH LINE OF WEST POLK STREET: THENCE NORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST, ALONG THE NORTH LINE OF SAID WEST POLK STREET, 165.00 FEET TO A POINT ON A LINE 165.00 FEET WEST OF AND PARALLEL WITH THE WEST LINE OF SAID SOUTH WELLS STREET: THENCE NORTH OO DEGREES O1 MINUTES 33 SECONDS EAST, ALONG SAID PARALLEL LINE 290.76 FEET; THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS EAST, PERPENDICULAR TO THE LAST COURSE, A DISTANCE OF 165.00 FEET TO A POINT ON THE WEST LINE OF SAID SOUTH WELLS STREET; THENCE SOUTH OO DEGREES O1 MINUTES 33 SECONDS WEST, ALONG SAID WEST LINE, 291.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS).

THAT PART OF BLOCK 87 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, BOUNDARY AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE WEST LINE OF SOUTH WELLS STREET AND THE NORTH LINE OF WEST POLK STREET; THENCE NORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST, ALONG THE NORTH LINE OF SAID WEST POLK STREET, 165.00 FEET TO A POINT ON A LINE 165.00 FEET WEST OF AND PARALLEL WITH THE WEST LINE OF SAID SOUTH WELLS STREET; THENCE NORTH OO DEGREES 01 MINUTES 33 SECONDS EAST, ALONG SAID PARALLEL LINE 290.76 FEET; THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS EAST, PERPENDICULAR TO THE LAST COURSE, A DISTANCE OF 165.00 FEET TO A POINT ON THE WEST LINE OF SAID SOUTH WELLS STREET; THENCE SOUTH CO DEGREES 01 MINUTES 33 SECONDS WEST, ALONG SAID WEST LINE, 291.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

THAT PART OF BLOCKS 87 AND 88 IN THE SOUTH SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 FAST OF THE THIRD PRINCIPAL MERIDIAN AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF W HARRISON STREET, WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88, AND RUNNING THENCE SOUTH OO DEGREES OI MINUTES 33 SECONDS WEST ALONG THE WEST LINE OF SOUTH WELLS STREET. A DISTANCE OF 325,00 FEET TO THE POINT OF BEGINNING FOR THAT PART HEREINAFTER DESCRIBED; THENCE CONTINUING SOUTH OO DEGREES OI MINUTES 33 SECONDS WEST ALONG SAID WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 469.69 FEET TO THE NORTH LINE OF WEST POLK STREET; THENCE NORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST ALONG SAID NORTH LINE OF WEST POLK STREET 393,51 FEET TO THE DOCK LINE OF THE NEW CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER. AS ESTABLISHED BY ORDINANCE PASSED BY THE CITY COUNCIL ON JULY 8, 1926; THENCE NORTH B DEGREES 24 MINUTES O2 SECONDS WEST ALONG SAID EAST DOCK LINE, BEING A LINE WHICH IS 200.00 FEET EASTERLY FROM AND PARALLEL WITH THE EAST LINES OF LOTS 15, 17 AND 18 IN THE RATEROAD COMPANY'S RESUBDIVISION OF PART OF THE SCHOOL SECTION ADDITION TO CHICAGO, THE PLAF OF WHICH OF WHICH WAS RECORDED MARCH 29, 1924 AS OCCUMENT NO. 8339751, A DISTANCE OF 319.26 FEET: THENCE NORTH 8-DEGREES 19 MINUTES 28 SECONDS WEST, CONTINUING ALONG SAID EAST DOCK LINE, A DISTANCE OF 154.95 FEET TO AN INTERSECTION WITH A LINE WHICH IS PERPENDICULAR TO SAID WEST LINE OF SOUTH WELLS STREET AT SAID POINT WHICH 1S 325.00 FEET SOUTH OF THE SOUTH LINE OF WEST HARRISON

EXCEPTING THEREFROM THE FOLLOWING.

COUNTY, ILLINOIS

THAT PART OF BLOCKS 87 AND 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN BOUNDED AND DESCRIBED AS FOLLOWS:

STREET, AND THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS EAST ALONG SAID PERPENDICULAR LINE, A DISTANCE OF 462.80 FEET TO THE POINT OF BEGINNING, IN COOK

The second secon

COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF WEST HARRISON STREET, WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88, AND RUNNING THENCE SOUTH 00 DEGREES 01 MINUTES 33 SECONDS WEST ALONG THE WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 325.00 FEET TO A POINT OF BEGINNIG OF THE LAND HEREIN DESCRIBED; THENCE CONTINUING SOUTH 00 DEGREES 01 MINUTES 33 SECONDS WEST ALONG SAID WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 469.69 FEET TO THE NORTH LINE OF WEST POLK STREET; THENCE NORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST ALONG SAID NORTH LINE OF WEST POLK STREET A DISTANCE OF 185.78 FEET; THENCE NORTH 00 DEGREES 01 MINUTES 33 SECONDS EAST PARALLEL WITH SAID WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 469.42 FEET TO AN INTERSECTION WITH A LINE DRAWN PERPENDICULAR TO SAID WEST LINE OF SOUTH WELLS STREET FROM THE AFORE DESCRIBED POINT OF BECINNING; THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS EAST ALONG SAID LAST DESCRIBED PERPENDICULAR LINE, A DISTANCE OF 185.78 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

P.I.N 17-16-401-008-0000 (Affects the foregoing described property and other property) Address 195 W HARRISON ST, Chicago, Illinois, 60605

P.I.N 17-16-401-020-0000 P.I.N 17-16-401-021-0000 P.I.N 17-16-401-019-0000

Address: 726 S WELLS ST, Chicago, Illinois 60654

#### **EXHIBIT D**

#### LEGAL DESCRIPTION OF EASEMENT

#### ACCESS EASEMENT DESCRIPTION:

PARCEL "A":

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO. BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER. ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF 18.9 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED VERTICALLY. BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFORESAID: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG THE SOUTH LINE OF SAID ORIGINAL WEST HARRISON STREET, 362.98 FEET; THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 19.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER DOCUMENT 1103231025. SAID POINT ALSO BEING THE POINT OF **BEGINNING: THENCE CONTINUING SOUTH 01 DEGREES 31 MINUTES 10** SECONDS EAST. PERPENDICULAR TO SAID SOUTH LINE. 27.00 FEET TO A POINT ON A LINE 27.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 14,50 FEET: THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST. PERPENDICULAR TO SAID SOUTH LINE, 10.00 FEET TO A POINT ON A LINE 17.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025; THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST, ALONG SAID PARALLEL LINE, 4.50 FEET: THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST, PERPENDICULAR TO SAID SOUTH LINE, 17.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025; THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST, ALONG SAID SOUTH LINE. 10.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 5933 CUBIC FEET, MORE OR LESS

#### TOGETHER WITH PARCEL "B":

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO. BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER. ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF -30.33 FEET BELOW CHICAGO CITY DATUM. LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED VERTICALLY. BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET. SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFORESAID: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST. ALONG THE SOUTH LINE OF SAID ORIGINAL WEST HARRISON STREET, 362.98 FEET; THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE. 19.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER DOCUMENT 1103231025: THENCE CONTINUING SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST. PERPENDICULAR TO SAID SOUTH LINE, 27.00 FEET TO A POINT ON A LINE 27.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE. 14.50 FEET TO THE POINT OF BEGINNING: THENCE CONTINUING SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE. 10.00 FEET: THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST. PERPENDICULAR TO SAID SOUTH LINE. 10.00 FEET TO A POINT ON A LINE 17.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025: THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST. ALONG SAID PARALLEL LINE. 10.00 FEET: THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST. PERPENDICULAR TO SAID SOUTH LINE, 10.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 3182 CUBIC FEET, MORE OR LESS.

#### TOGETHER WITH PARCEL "C":

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION

OF -30.33 FEET BELOW CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF -20.00 FEET BELOW CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED VERTICALLY. BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET. SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFORESAID: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG THE SOUTH LINE OF SAID ORIGINAL WEST HARRISON STREET, 362.98 FEET; THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE. 19.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER DOCUMENT 1103231025: THENCE CONTINUING SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 27.00 FEET TO A POINT ON A LINE 27.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST. ALONG SAID PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING; THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST, 10.00 FEET TO A POINT ON A LINE PARALLEL WITH THE SOUTH LINE OF SAID WEST HARRISON STREET: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 0.75 FEET; THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST. PERPENDICULAR TO SAID SOUTH LINE. 17.00 FEET TO A POINT ON THE SOUTH LINE OF SAID WEST HARRISON STREET; THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST, ALONG SAID SOUTH LINE, 8.00 FEET; THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 33.57 FEET; THENCE SOUTH 07 DEGREES 59 MINUTES 17 SECONDS EAST, 8.03 FEET; THENCE SOUTH 82 DEGREES 00 MINUTES 43 SECONDS WEST, PERPENDICULAR TO THE LAST COURSE, 8.00 FEET; THENCE NORTH 07 DEGREES 59 MINUTES 17 SECONDS WEST, 8.48 FEET; THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST, PERPENDICULAR TO THE SOUTH LINE OF SAID WEST HARRISON STREET, 7.02 FEET TO A POINT ON A LINE PARALLEL WITH THE SOUTH LINE OF SAID WEST HARRISON STREET; THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST, ALONG SAID PARALLEL LINE, 0.75 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 3398 CUBIC FEET, MORE OR LESS.

## **EXHIBIT E**

## FORM OF EASEMENT AGREEMENT

[Attached]

This Document Prepared by:

Arthur Dolinsky, Senior Counsel City of Chicago Law Department 121 North LaSalle Street, Suite 600 Chicago, Illinois 60602 312-744-8731

After Recording Return to:

DLA Piper LLP (US) 444 West Lake Street, Suite 900 Chicago, Illinois 60606 Attn: Katie Jahnke Dale, Esq.

This space reserved for Recorder's use only.

## EASEMENT AGREEMENT (Southbank Freight Tunnel Access)

This EASEMENT AGREEMENT (the "Agreement") is entered into as of the \_\_\_\_ day of \_\_\_\_, 2020 (the "Effective Date"), by and between the CITY OF CHICAGO, an Illinois home rule municipal corporation, by and through its Department of Transportation, (the "City") and 600 S. Wells (Chicago) III, LLC, a Delaware limited liability company ("Grantor"). City and Grantor together shall be referred to herein as the "Parties".

#### **RECITALS**

- A. Grantor is the owner of a portion of the approximately 6.5-acre site located generally at 223-313 West Harrison Street, Chicago, Illinois, which is legally described on **Exhibit** C attached hereto and made a part hereof (the "**Property**").
- B. Grantor intends to develop the Property with a multi-phase, mixed-use residential development (the "**Project**").
- C. The Property contains certain subsurface freight tunnels (the "Tunnels"). The Tunnels are integrated into a city-wide freight tunnel system that is operated and maintained by the City (the "Tunnel System").
- D. Grantor has determined that it is necessary to fill the Tunnels, install bulkheads, and grout between bulkheads (the "Tunnel Work") in order to facilitate construction of future phases of the Project. Grantor proposes to undertake the Tunnel Work at its sole cost and expense.
- E. The City has determined that the Tunnels are not a necessary part of the Tunnel System. The City has no objection to the Grantor completing the Tunnel Work, provided that City access to the Tunnel System is unimpeded by the Tunnel Work and the Project.
- F. The City has historically used a vertical access shaft abutting the Property at Polk Street to access the Tunnels and portions of the Tunnel System near the Property (the "Tunnel").

Access Point"). The Tunnel Work will permanently block subsurface connections from Polk Street to the Tunnels and such portions of the Tunnel System that lie to the north and east of the Property.

- G. In connection with the Tunnel Work, Grantor has agreed to establish a new tunnel access point by installing a vertical access shaft on the Property along the northern property line (the "Access Shaft"). The Access Shaft will be physically connected to and integrated with portions of the Tunnel System that lie to the north and east of the Property.
- H. On \_\_\_\_\_\_, 2020, Rausch Infrastructure, LLC, an Illinois limited liability company, and the City executed that certain Chicago Freight Tunnel Construction and Maintenance Agreement providing for the bulkheading of the Tunnel System on the Property, the construction of the Tunnel Access Shaft to replace the Tunnel Access Point, the turnover of the Access Shaft and related construction matters ("Construction Agreement 1").
- I. On \_\_\_\_\_\_\_, 2020, Lendlease (US) Construction, Inc., a Florida corporation, and the City executed that certain Chicago Freight Tunnel Construction and Maintenance Agreement providing for the bulkheading of the Tunnel System on the Property, the construction of the Tunnel Access Shaft to replace the Tunnel Access Point, the turnover of the Access Shaft and related construction matters ("Construction Agreement 2"; Construction Agreement 1 together with Construction Agreement 2, the "Construction Agreements").
- J. Grantor and City desire to provide for perpetual City access to the Tunnel System via the Access Shaft, subject to the terms of this Agreement.

NOW, THEREFORE, in consideration of the above recitals, the mutual covenants herein contained, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

- 1. Recitals Incorporated. The recitals set forth above are incorporated herein by this reference and shall be deemed terms and provisions hereof, the same as if fully set forth in this Section 1.
- 2. <u>Access Shaft Installation, Ownership and Maintenance</u>. Subject to the terms and conditions of the Construction Agreements:
- a. Grantor shall design and install the Access Shaft. Grantor agrees that the Access Shaft shall be installed in a good and workmanlike manner and in compliance with all applicable laws, statues and ordinances.
- b. Upon completion of the Access Shaft installation, Grantor shall turn over the Access Shaft to the City. The City will own and maintain the Access Shaft as part of the Tunnel System. The City agrees that the Access Shaft shall be maintained in a good and workmanlike manner and in compliance with all applicable laws, statues and ordinances. In the event the Access Shaft becomes damaged, broken or unsafe, Grantor shall provide written notice to the City of such condition and within seven (7) days of the City's receipt of such notice, the City will secure the

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Tunnel Access Easement Area (as defined below) and make the necessary repairs within sixty (60) days of the City's receipt of such notice, provided that such damage or unsafe condition was a direct result of the City's failure to maintain the Access Shaft. In the event such damage or unsafe condition was directly caused by the City's failure to maintain the Access Shaft, and the City fails to so timely cure the condition, Grantor may exercise its right of self-help and cure, or cause to be cured, the condition and the cost of such remedy, without any mark-up, shall be the responsibility of the City, subject to the availability of legally appropriated funds.

- 3. Grant of Tunnel Access Easement. Subject to the terms and conditions of this Agreement, Grantor hereby grants to the City a perpetual easement (the "Tunnel Access Easement") in, on, and over certain areas of the Property (the "Tunnel Access Easement Area"), as legally described in <a href="Exhibit B">Exhibit B</a>, and depicted in the plat of easement in <a href="Exhibit A">Exhibit A</a>, each such exhibit attached hereto and made a part hereof, for purposes of inspecting, using, operating, maintaining, repairing and replacing the Tunnel System, including pedestrian and vehicular access between Harrison Street and the Access Shaft, (the "City Work"). Vehicular access shall be expressly limited to support activities required to complete the City Work. Grantor warrants to the City that it has sufficient title and interest in and to the Property to enter into this Agreement, and to grant the Tunnel Access Easement.
- 4. <u>Term.</u> The Tunnel Access Easement shall commence on the Effective Date and shall be perpetual.
- 5. <u>Use of Tunnel Access Easement and Access Shaft</u>. Grantor may use the Property including the at-grade portion of the Tunnel Access Easement Area, so long as such use does not substantially interfere with the City's use of the Tunnel Access Easement, including the Access Shaft. Use of and access to the Access Shaft and the below-grade portions of the Tunnel Access Easement Area will be exclusive to the City, provided that the City may grant access to its contractors and licensees (the "City Contractors"). At all times, Grantor shall provide lateral and subjacent support for those portions of the Tunnel System in, on or adjacent to the Property, including the at-grade and below-grade portions thereof and the Access Shaft, and any failure to provide such support shall constitute substantial interference with City use of the Tunnel Access Easement.

- 6. <u>Insurance During City Work.</u> Prior to the City Contractors' entry onto the Tunnel Access Easement Area to perform any City Work to the portion of the Tunnel System in or on the Property, the City shall require each such contractor to procure and maintain and at all times thereafter continuing until the completion of such entry or work, the City's then-standard coverages of insurance for such City Work.
- 7. <u>Liens.</u> The City and Grantor acknowledge that this Easement Agreement does not authorize the City to allow or permit any City Contractor to file for any lien upon the Property. City shall keep the Property free from any and all liens and encumbrances arising out of the City Work. In case a claim of any such lien is filed, Grantor shall promptly notify City of such lien. Upon receipt of such notice, City shall either pay and remove said lien, or undertake, in good faith, to contest such lien by appropriate legal proceedings and provide Grantor with written notice of the same. The City shall not be required to pay the lien until a final non-appealable judgment has

been rendered in the lien holder's favor for work performed for City on the Property. If the City (1) fails to pay and remove such lien, and fails to contest same as provided herein, or (2) fails to comply with a final non-appealable judgment, then Grantor, at Grantor's election following 30 days' notice and time for cure to the City, may, but is not obligated to, pay and satisfy the same, and all actual costs incurred related thereto (including, without limitation, reasonable attorneys' fees, disbursements and court costs) and such amounts paid by Grantor shall be reimbursed by the City, after review and approval by the City (which approval shall not be unreasonably delayed or withheld), within forty-five (45) days of City's receipt of a written notice detailing such costs.

- 8. <u>Default, Termination</u>. It shall be a "City Default" under this Agreement if the City shall fail to comply with or perform any term, covenant, agreement or condition of this Agreement, and such failure shall continue for thirty (30) days after written notice provided, however, if such default cannot be cured in 30 days, the City shall have an additional reasonable period of time (not to exceed ninety (90) additional days) to cure such failure provided that City has commenced to cure such failure within said thirty (30) day period and thereafter diligently and continuously uses commercially reasonable efforts to pursue the remedies or steps necessary to cure such failure. In the event of a City Default, Grantor shall have all remedies at law or in equity except for the right to terminate this Agreement and the Tunnel Access Easement granted herein.
- 9. <u>Partial Invalidity</u>. If any clause, sentence or other portion of this Agreement shall become illegal, null or void for any reason, or shall be held by any court of competent jurisdiction to be so, the remaining portion hereof shall remain in full force and effect.

10. <u>Notices</u>. Any and all notices or other communications required or permitted pursuant hereto shall be in writing and shall be deemed to have been given if and when personally delivered or on the next following business day if transmitted by reputable overnight carrier. Notices shall be addressed to Grantor and the City at their respective addresses set forth below, or to such substitute address as Grantor or the City may have designed by notice in accordance herewith:

If to City:

Commissioner

City of Chicago Department of Transportation

2 North LaSalle Street, Suite 1110

Chicago, Illinois 60602 Attn: Maps and Plats

With a copy to:

City of Chicago Department of Law

121 North LaSalle Street, Room 600

Chicago, Illinois 60602

Attn: Deputy Corporation Counsel, Real Estate Division

If to Grantor:

600 S. Wells (Chicago III), LLC

30 S. Wacker Drive, #2400

Chicago, IL 60606

Attn: Theodore Weldon, III

With a copy to:

DLA Piper LLP (US)

444 West Lake Street, Suite 900

Chicago, Illinois 60606 Attn: Katie Jahnke Dale

Addressees may be changed by the Parties by notice given in accordance with the provisions hereof.

- 11. <u>Illinois Law; Venue and Jurisdiction</u>. This Agreement has been negotiated, executed and delivered at Chicago, Illinois and shall be construed and enforced in accordance with the laws of Illinois. If there is a lawsuit under this Agreement, each party hereto agrees to submit to the jurisdiction of the courts of Cook County, the State of Illinois, or the United States District Court for the Northern District of Illinois.
- 12. <u>Covenant Running with the Land</u>. The terms, benefits, and privileges set forth in this Agreement shall be deemed and taken to be covenants running with the Property and shall be binding upon Grantor, its successors and assigns having any interest in the Property, including without limitation, any property owners association formed to succeed Grantor.
- 13. <u>No Partnership; No Third-Party Beneficiaries</u>. No provision of this Agreement, nor any act of the City, shall be deemed or construed by any of the parties, or by third persons, to create or imply to create the relationship of third-party beneficiary, or of principal or agent, or of limited or general partnership, or of joint venture, or of any association or relationship involving the City and Grantor.

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14. <u>Indemnification</u>. City hereby agrees to indemnify, hold harmless and defend Grantor for claims for personal injury or property damage arising from or as a result of City employees' or its contractors' performance of work at the Tunnel Access Point or in the Access Shaft, except to the extent proximately caused by a Grantor, its employees, agents, contractors, licensees, permitees, or any person claiming under Grantor.

[Signatures appear on following page.]

## [Signature page to Tunnel Access Easement Agreement]

**IN WITNESS WHEREOF,** the Parties have executed this Agreement as of the day and year first above written.

CITY

CITY OF CHICAGO, an Illinois municipal corporation Acting by and through its Department of Transportation
By:Gia Biagi, Commissioner
Approved as to form and legality:
By: Department of Law
GRANTOR
600 S. WELLS (CHICAGO) III, LLC, a Delaware limited liability company
By:

SIAILO			) ss			~		
COUNTY	OF _		)					
l, aforesaid,	DO	HEREBY	CERTIFY	that	,	personally	known to	me to be the to be the
acknowled	lged th	at he signe	ed, sealed, ar		d instrum	ent, as his fre	e and volunt	lay in person and ary act and as the
Gi	VEN 1	under my l	nand and off	icial seal this _	day of		, 20	20.
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				,	otary Publi	ic .		

(SEAL) .

STATE OF ILLINOIS	)	) SS.
COUNTY OF COOK	)	, 344

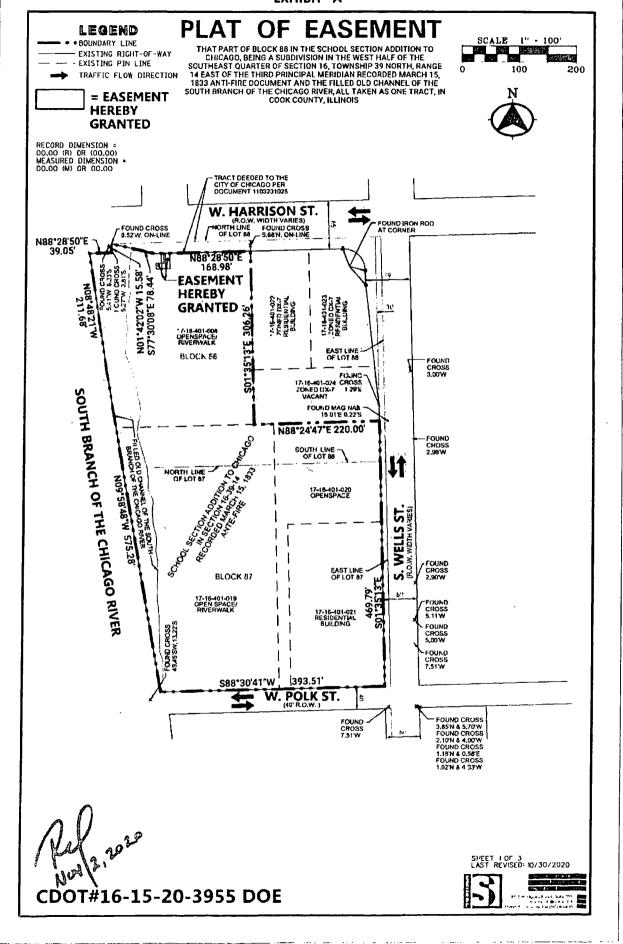
I, the undersigned, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Gia Biagi, personally known to me to be the Commissioner of the Department of Transportation of the City of Chicago, an Illinois municipal corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and being first duly sworn by me acknowledged that as the Commissioner, she signed and delivered the instrument pursuant to authority given by the City of Chicago, as her free and voluntary act and as the free and voluntary act and deed of the corporation, for the uses and purposes therein set forth.

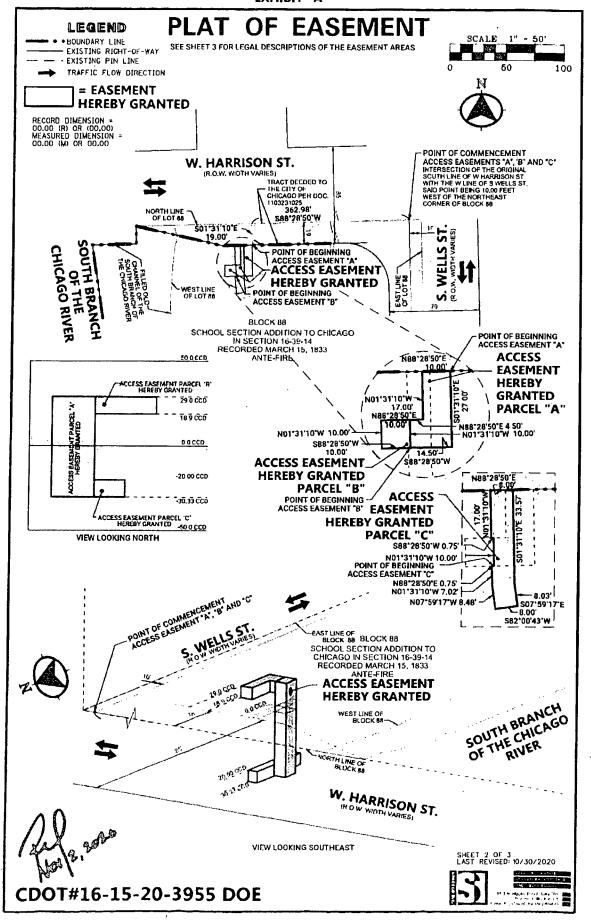
GIVEN under my notarial seal this _	day of	, 2020.	
	NOTARY PUI	BLIC	

(SEAL)

# EXHIBIT A (to Easement Agreement) PLAT OF EASEMENT

[Attached]





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LAND SELENGER

## PLAT OF EASEMENT

AFFECTED PINS

ACCESS EASEMENT DESCRIPTION:

17-16-401-008-0000

200

ACCESS EASEMENT DESCRIPTION:

PARCEL "A";

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE HIRD PRINCIPLAL MERIDIAN RECORDED WARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNALL OF THE SOUTH BANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF 18,9 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29,0 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29,0 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29,0 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29,0 FEET ABOVE CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29,0 FEET ABOVE CHICAGO CITY DATUM AND LYING WITHIN TIS HORIZONTAL BOUNDARY PROJECTED YERTICALLY, BOUNDED AND DESCRIBED AS FOLLOWS, COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET PRINCIPLES SO SECONDS MEST, ALONG THE SOUTH LINE OF SEST OF THE NORTHEAST CORNER OF BLOCK AB AFORESAID. HENCE SOUTH BE DEFENDED AS FOLLOWS, COMMENCING THE SOUTH LINE OF SAID SOUTH LINE OF SAID SOUTH LINE OF MEST HARRISON STREET, SAID POINT ALSO BEING THE POINT OF BEGINNING, THENCE CONTINUES SOUTH LINE OF WEST HARRISON STREET PROPEDICULAR TO SAID SOUTH LINE, 27,00 FEET TO A POINT ON A LINE 27.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 5933 CUBIC FEET, MERCE NORTH OF DECREES 31 MINUTES SO SECONDS EAST, ALONG SAID PARALLEL LINE, 4,50 F

FEET, MORE OR LESS

TOGGTHER WITH PARCEL "8",

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE WEST HALF OF THE SOLITHEAST QUARTER OF SECTION 16, TOWNSHIP 39 NOTH, RANCE 14 EAST OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLAWE HAVING AN ELEVATION OF -30.33 FEET BELOW CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLAWE HAVING AN ELEVATION OF F.30.07 FEET BELOW CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 79.0 FEET ABOVE CHICAGO CITY DATUM AND LYING WITHIN 11S MORIZONTAL BOLINDARY PROJECTED PERIOLICLY, BOUNDED AND DESCRIBED AS FOLLOWS, COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOLUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFORESAID, THENCE SOUTH OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST ON THE NORTHEAST CORNER OF BLOCK 88 AFORESAID, THENCE SOUTH OF GEGREES 28 MINUTES 50 SECONDS WEST, ALONG THE SOUTH LINE OF SAID ORICHMAL WEST HARRISON STREET WEST SOUTH OF GET TO A POINT ON THE SOUTH LINE OF SAID ORICHMAL WEST HARRISON STREET SOUTH OF WEST HARRISON STREET PER DOCUMENT 1103231025; THENCE SOUTH OF SAID SOUTH OF LINE, 27.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER DOCUMENT 1103231025; THENCE SOUTH OF SAID SOUTH OF AND PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING THENCE CONTINUING SOUTH 80 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING THENCE CONTINUING SOUTH 80 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING THENCE CONTINUING SOUTH 80 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING THENCE CONTINUING SOUTH 80 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025; THENCE NORTH OR DEGREES 38 MINUTES 50 SECONDS SEST, PERPENDIC

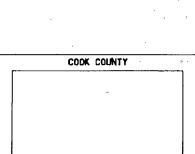
ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 3182 CUBIC FEET, MONE ON LESS.

TOGETHER WITH PARCEL "C",

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16. TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ALEVATION OF "30.33 FEET BELOW: CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF "30.33 FEET BELOW: CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF "30.35 FEET BELOW: CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PPO-DICTED VERTICALLY. BOUNDED AND DESCRIBED AS FOLLOWS, COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE TEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CONNER OF BLOCK 88 AFORESATO, THENCE SOUTH 88 DEGREES 28 MINUTES 80 SECONDS WEST, ALONG THE SOUTH LINE OF SAID ORIGINAL WEST HARRISON STREET; 36.298 FEET; THENCE SOUTH 88 DEGREES 28 MINUTES 10 SECONDS EAST, PERFENDICULAR TO SAID SOUTH LINE, 19.00 FEET TO A POINT ON A LINE 27.00 FEET TO A POINT ON A LINE PARALLEL LINE. 4.30 FEET TO THE POINT OF BEGINNING THENCE NORTH OF DEGREES 31 MINUTES 10 SECONDS WEST, ALONG SAID PARALLEL LINE. 4.30 FEET TO THE POINT OF BEGINNING THENCE NORTH OF DEGREES 32 MINUTES 10 SECONDS WEST, ALONG SAID PARALLEL LINE. 4.30 FEET TO THE POINT OF SAID WEST HARRISON STREET; THENCE SOUTH 88 DEGREES 28 MINUTES 10 SECONDS WEST, ALONG SAID PARALLEL LINE. 4.30 FEET TO THE POINT OF BEGINNING THENCE NORTH OF DEGREES 31 MINUTES 10 SECONDS WEST, PERPENDICULAR TO SAID WEST HARRISON STREET; THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 4.30 FEET TO THENCE MORTH OF DEGREES 31 MINUTES 10 SECONDS SEST,

BECCAY POOR

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STATE OF ILLINOIS COUNTY OF COOK S

CHICAGO DEPARTMENT OF FINANCE

WE, SPACECO, INC., AN JILLINOIS PROFESSIONAL DESIGN FIRM, NUMBER 184-001157 DO HEREBY DECLARE THAT WE HAVE PREPARED THE PLAT HEREON DRAWN FOR THE PURPOSE OF GRANTING EASEMENTS AS SHOWN, AND THAT THE PLAT IS A IS A TRUE AND CORRECT REPRESENTATION OF SAID EASEMENTS.

ALL DIMENSIONS ARE IN FEET AND DECIMAL PARTS THEREOF. NO DISTANCES OR ANGLES SHOWN HEREON MAY BE ASSUMED BY SCALING.

THIS PROFESSIONAL SERVICE CONFORMS TO THE CURRENT ILLINOIS MINIMUM STANDARDS FOR A BOUNDARY SURVEY,

GIVEN UNDER OUR HAND AND SEAL THIS 2nd DAY OF NOVEMBER, 2020 IN ROSEMONT, ILLINOIS. CCAY POR

WALID ONLY IF EMBOSSED SEA

COMPARE ALL DIMENSIONS BEFORE BUILDING REPORT ANY DISCREPANCIES AT ONCE. REFE DEED OR TITLE POLICY FOR BUILDING LINES EASEMENTS.

EASEMENTS.

CDOT#16-15-20-3955 DOE

#### CHICAGO DEPARTMENT OF TRANSPORTATION SURVEYOR'S NOTES:

1. BASIS OF BEARINGS: TRUE NORTH BASED ON GEODETIC OBSERVATION IL EAST ZONE

#### 2. PREPARED FOR

RIVER SOUTH PROPERTIES, LLC 30 S. WACKER DR, 24TH FLOOR 30 S. WACKER D

- 3. NO DIMENSIONS SHOULD BE ASSUMED BY SCALE MEASUREMENTS UPON THE PLAT.
- 4. LAST DATE OF FIELD WORK: JULY 16, 2015.
- 5. ZONING INFORMATION SHOWN HEREON BASED ON CHICAGO DEPARTMENT OF ZONING ON-LINE ZONING MAP ACCESSED MARCH 4, 2020, THE UNDERLYING PROPERTY IS ZONED PD-1298

SHEET 3 OF 3 LAST REVISED: 10/30/2020

MAIL TO.

RIVER SOUTH PROPERTIES, LLC 30 S. WACKER OR, 24TH FLOOR CHICAGO, 60606



to to be

# EXHIBIT B (to Easement Agreement) LEGAL DESCRIPTION OF THE TUNNEL ACCESS EASEMENT AREA

#### **ACCESS EASEMENT DESCRIPTION:**

PARCEL "A":

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO. BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16. TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15. 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT. LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF 18.9 FEET ABOVE CHICAGO CITY DATUM. LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED VERTICALLY. BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET. SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFORESAID: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG THE SOUTH LINE OF SAID ORIGINAL WEST HARRISON STREET, 362.98 FEET; THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE. 19.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER DOCUMENT 1103231025. SAID POINT ALSO BEING THE POINT OF **BEGINNING: THENCE CONTINUING SOUTH 01 DEGREES 31 MINUTES 10** SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 27.00 FEET TO A POINT ON A LINE 27.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025; THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET: THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST. PERPENDICULAR TO SAID SOUTH LINE, 10.00 FEET TO A POINT ON A LINE 17.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025; THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST, ALONG SAID PARALLEL LINE, 4.50 FEET; THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST. PERPENDICULAR TO SAID SOUTH LINE, 17.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025; THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST, ALONG SAID SOUTH LINE. 10.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 5933 CUBIC FEET, MORE OR LESS

#### **TOGETHER WITH PARCEL "B":**

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO. BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16. TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF -30.33 FEET BELOW CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL PLANE HAVING AN ELEVATION OF 29.0 FEET ABOVE CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED VERTICALLY. BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFORESAID: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG THE SOUTH LINE OF SAID ORIGINAL WEST HARRISON STREET, 362.98 FEET; THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE. 19.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER DOCUMENT 1103231025; THENCE CONTINUING SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST. PERPENDICULAR TO SAID SOUTH LINE, 27.00 FEET TO A POINT ON A LINE 27.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 10.00 FEET; THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST, PERPENDICULAR TO SAID SOUTH LINE, 10.00 FEET TO A POINT ON A LINE 17.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025: THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST, ALONG SAID PARALLEL LINE, 10.00 FEET: THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 10.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 3182 CUBIC FEET, MORE OR LESS.

#### TOGETHER WITH PARCEL "C":

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 15, 1833 ANTI-FIRE DOCUMENT AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT, LYING ABOVE A HORIZONTAL PLANE HAVING AN ELEVATION OF -30.33 FEET BELOW CHICAGO CITY DATUM, LYING BELOW A HORIZONTAL

PLANE HAVING AN ELEVATION OF -20.00 FEET BELOW CHICAGO CITY DATUM AND LYING WITHIN ITS HORIZONTAL BOUNDARY PROJECTED VERTICALLY. BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE ORIGINAL SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88 AFORESAID; THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST. ALONG THE SOUTH LINE OF SAID ORIGINAL WEST HARRISON STREET, 362.98 FEET; THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 19.00 FEET TO A POINT ON THE SOUTH LINE OF WEST HARRISON STREET PER DOCUMENT 1103231025; THENCE CONTINUING SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 27.00 FEET TO A POINT ON A LINE 27.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF WEST HARRISON PER DOCUMENT 1103231025; THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST, ALONG SAID PARALLEL LINE, 14.50 FEET TO THE POINT OF BEGINNING; THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST, 10.00 FEET TO A POINT ON A LINE PARALLEL WITH THE SOUTH LINE OF SAID WEST HARRISON STREET: THENCE SOUTH 88 DEGREES 28 MINUTES 50 SECONDS WEST. ALONG SAID PARALLEL LINE, 0.75 FEET; THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST. PERPENDICULAR TO SAID SOUTH LINE. 17.00 FEET TO A POINT ON THE SOUTH LINE OF SAID WEST HARRISON STREET: THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST. ALONG SAID SOUTH LINE, 8.00 FEET: THENCE SOUTH 01 DEGREES 31 MINUTES 10 SECONDS EAST, PERPENDICULAR TO SAID SOUTH LINE, 33.57 FEET: THENCE SOUTH 07 DEGREES 59 MINUTES 17 SECONDS EAST, 8.03 FEET; THENCE SOUTH 82 DEGREES 00 MINUTES 43 SECONDS WEST, PERPENDICULAR TO THE LAST COURSE, 8.00 FEET: THENCE NORTH 07 DEGREES 59 MINUTES 17 SECONDS WEST, 8.48 FEET; THENCE NORTH 01 DEGREES 31 MINUTES 10 SECONDS WEST. PERPENDICULAR TO THE SOUTH LINE OF SAID WEST HARRISON STREET, 7.02 FEET TO A POINT ON A LINE PARALLEL WITH THE SOUTH LINE OF SAID WEST HARRISON STREET: THENCE NORTH 88 DEGREES 28 MINUTES 50 SECONDS EAST, ALONG SAID PARALLEL LINE, 0.75 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY. ILLINOIS, ABOVE DESCRIBED PARCEL CONTAINING 3398 CUBIC FEET, MORE OR LESS.

## EXHIBIT C (to Easement Agreement) LEGAL DESCRIPTION OF THE PROPERTY

THAT PART OF BLOCK 86 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16. TOWNSHIP 39 MORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN. AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER. ALL TARKH AS ONE TRACT BOUNDED AND DESCRIBED AS FOLLOWS.

COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF WEST HARRISON STREET WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE MORTHEAST COPNER OF BLOCK 88 AFORESAID AND RUNNING THENCE SOUTH 00 DEGREES, 01 WINUTES, 33 SECONDS WEST ALONG THE WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 325 DO FEET, THENCE NORTH 80 DEGREES, 68 MINUTES, 27 SECONDS WEST ALONG A STRAIGHT LINE. A DISTANCE OF 220.00 FEET TO THE POINT OF BEGINNING FOR THAT PART HEREINAFIER DESCRIBED. THENCE CONTINUING MORTH 80 DEGREES, 68 MINUTES, 27 SECONDS WEST ALONG A STRAIGHT LINE. A DISTANCE OF 242.00 FEET TO AM INTERSECTION WITH THE EAST DOCK LINE OF THE NEW CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER. AS ESTABLISHED BY ORDINANCE PASSED BY THE CITY COUNCIL ON JULY 8, 1926; THENCE NORT 4 08 DEGREES, 18 MINUTES, 28 SECONDS WEST ALONG SAID DOCK LINE, SAID BOCK LINE INC FEET EASTERLY FROM AND PARALLEL WITH THE EAST LINES OF LOTS 15, 17 MINUTES, 28 SECONDS WEST HARRISON STREET THENCE NORTH OF DEGREES, 15 MINUTES, 28 SECONDS WEST HARRISON STREET THENCE NORTH OF DEGREES, 15, 17 MINUTES, 28 SECONDS WEST HARRISON STREET THENCE NORTH OF DEGREES, 54 MINUTES, 37 SECONDS WEST ALONG SAID EAST DOCK LINE, A DISTANCE OF 107.00 FEET FROM THE SOUTH HIM E SOUTH LINE OF WEST HARRISON STREET, THENCE SOUTH 89 DEGREES, 54 MINUTES, 36 SECONDS EAST, PARALLEL WITH THE SOUTH LINE OF WEST HARRISON STREET TO SAID SOUTH LINE OF BEST HARRISON STREET. WEST OF THE NORTHEAST CORNER OF SAID BLOCK 88; THENCE NORTH OF DEGREES, 54 MINUTES, 36 SECONDS EAST, PARALLEL WITH THE SOUTH LINE OF WEST HARRISON STREET; WEST OF THE NORTHEAST CORNER OF SAID BLOCK 88; THENCE NORTH LINE OF WEST HARRISON STREET. A DISTANCE OF 15,58 FLET 10 HILL AFORESAID PERPLINDICULAR TO SAID

#### EXCEPTING THEREFROM THE FOLLOWING:

THAT PART OF BLOCK 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 15 TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL FAKEN AS DNE TRACE BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE SOUTH EINE OF WE. HARRISON STREET WITH THE WEST LINE OF SOUTH BELLS STREET SAID POINT BEING 10 OU FEET WEST OF THE NORTHEAST CORNER OF BLOCK 88: THENCE SOUTH 88 DEGREES 29 MINUTES 46 SECONDS WEST ALONG SAID SOUTH LINE OF W. HARRISON STREET A DISTANCE OF 220.00 FEET TO THE POINT OF BEGINNING; THENCE SOUTH OF DEGREE 33 NINUTES 18 SECONDS EAST 19 NO FEET TO A LINE PARALLEL WITH AND 10.00 FEET SOUTH OF SAID SOUTH LINE OF W. HARRISON STREET: THENCE SOUTH 88 DEGREES 29 WINUTES 48

SECONDS WEST ALONG SAID PARALLEL LINE A DISTANCE OF 168.97 FEET; THENCE WORTH 77 DEGREES 28 MINUTES 43 SECONDS WEST A DISTANCE OF 70.40 FEET TO A POINT ON SAID SOUTH LINE OF W. HARRISON STREET, SAID POINT BEING 475 OI FEET WEST FROM THE MORTHCAST CORNER OF SAID BLOCK 88; THENCE NORTH 89 DEGREES 29 MINUTES 46 SECONDS EAST A DISTANCE OF 245 OI FEET ALONG SAID SOUTH LINE OF W. HARRISON STREET TO THE POINT OF BEGINNING

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THAT PART OF BLOCKS 87 AND 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF WEST HARRISON STREET, NITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET WEST OF THE NORTHEAST CORNER OF BLOCK 89, AND RUNNING THENCE SOUTH OD DEGREES OI MINUTES 33 SECONDS WEST ALONG THE WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 525.00 FEFT TO A POINT OF BEGINNING OF THE LAND HEREIN OLSCRIBED: THENCE CONTINUING SOUTH OD DEGREES OI MINUTES 33 SECONDS WEST ALONG SAID WEST LINE OF SOUTH WELLS STREET. A DISTANCE OF 469.69 FEET TO THE MORTH LINE OF WEST POLK STREET. THENCE MORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST ALONG SAID NORTH LINE OF WEST POLK STREET A DISTANCE OF 185.78 FFFT: THENCE MORTH DO DEGREES OI MINUTES 33 SECONDS FAST PARALIEL WITH SAID WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 469.42 FEET TO AN INTERSECTION WITH A LINE DRAWN PERPENDICULAR TO SAID WEST LINE OF SOUTH WELLS STREET FROM THE AFORE DESCRIBED POINT OF BEGINNING: THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS EAST ALONG SAID LAST DESCRIBED PERPENDICULAR LINE, A DISTANCE OF 185.78 FELL TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS (EXCEPTING THEREFROM THE FOLLOWING DESCRIBED LAND:

THAT PART OF BLOCK 87 IN THE SCHOOL SECTION ADDITION TO CHICACO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE WEST LINE OF SOUTH WELLS STREET AND THE NORTH LINE OF WEST POLK STREET; THENCE NORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST. ALONG THE NORTH LINE OF SAID WEST POLK STREET; THENCE F. 165.00 FEFT TO A POLINT ON A LINE 165 OD FEET WEST OF AND PARALLEL WITH THE WEST LINE OF SAID SOUTH WELLS STREET; THENCE NORTH OD DEGREES OF MINUTES 33 SECONDS FAST, ALONG SAID PARALLEL LINE 290.76 FFFT: THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS FAST, PERPENDICULAR TO THE LAST COURSE, A DISTANCE OF 165.00 FEET TO A POINT ON THE WEST LINE OF SAID SOUTH WELLS STREET; THENCE SOUTH OD DEGREES OF MINUTES 33 SECONDS WEST. ALONG SAID WEST LINE, 291.00 FEET TO THE POINT OF BEGINNING. IN COOK COUNTY. ILLINOIS).

THAT PART OF BLOCK 87 IN THE SCHOOL SECTION ADDITION TO CHICAGO. BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL VERIDIAN AND THE FILLED OLD CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS ONE TRACT. BOUNDARY AND DESCRIBED AS FOLLOWS:

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BEGINNING AT THE INTERSECTION OF THE WEST LINE OF SOUTH WELLS STREET AND THE NORTH LINE OF WEST POLK STREET; THENCE NORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST ALDNG THE NORTH LINE OF SAID WEST POLK STREET, 165.00 FEET TO A POINT ON A LINE 165 OO FEET WEST OF AND PARALLEL WITH THE WEST LINE OF SAID SOUTH WELLS STREET, THENCE NORTH 00 DEGREES OF MINUTES 33 SECONDS EAST, ALONG SAID PARALLEL LINE 290.76 FEET; THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS EAST, PERPENDICULAR TO THE LAST COURSE, A DISTANCE OF 165.00 FEET TO A POINT ON THE WEST LINE OF SAID SOUTH WELLS STREET. THENCE SOUTH 00 DEGREES 01 MINUTES 33 SECONDS WEST, ALONG SAID WEST LINE OF SAID SOUTH WELLS STREET. THENCE SOUTH 00 DEGREES 01 MINUTES 33 SECONDS WEST, ALONG SAID WEST LINE 291 OO FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

THAT PART OF BLOCKS 87 AND BB IN THE SOUTH SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14 FAST OF THE THIRD PRINCIPAL MERIDIAN AND THE LILLED OLD CHANNIL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, ALL TAKEN AS DNE TRACT, BOUNDED AND DESCRIBED AS FOLLOWS:
COMMERCING AT THE INTERSECTION OF THE SOUTH LINE OF W. HARRISON STREET, WITH THE WEST LINE OF SOUTH WELLS STREET, SAID POINT BEING 10.00 FEET-MEST OF THE NORTHEAST CORNER OF BLOCK BB. AND RUNNING THENCE SOUTH OD DEGREES OF MINUTES 33 SECONDS WEST ALONG THE WEST LINE OF SOUTH WELLS STREET. A DISTANCE OF 325 UD FEET TO THE POINT OF BEGINNING FOR THAT PART HERLINAFIER DESCRIBED; THENCE DONITINUING SOUTH DO DEGREES OF MINUTES 33 SECONDS WEST ALONG SAID WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 469 69 FIFT TO THE NORTH LINE OF WEST LINE OF SOUTH WELLS STREET, A DISTANCE OF 469 69 FIFT TO THE NORTH LINE OF WEST POLK STREET. THENCE MORTH 89 DEGREES 53 MINUTES 25 SECONDS WEST ALONG SAID MORTH LINE OF WEST POLK STREET 393 ST FEET TO THE DOCK LINE OF THE NEW CHANNEL OF THE SOUTH BRANCH OF THE CHICAGO RIVER, AS ESTABLISHED BY ORDINANCE PASSED BY THE CITY COUNCIL ON JULY 8, 1926; THENCE MORTH B DEGREES 24 MINUTES 02 SECONDS WEST ALONG SAID EAST DOCK LINE, BEING A LINE WHICH IS 200 OD FEET EASTERLY FROM AND PARALLEL WITH THE EAST LINES OF LOTS 16, 17 AND 18 IN THE RAILROAD COMPANY'S RESUBDIVISION OF PART OF THE SCHOOL SECTION ADDITION TO CHICAGO. THE PLAT OF WHICH WAS RECORDED MARCH 29, 1924 AS OCCUMENT NO 8339751. A DISTANCE OF 379 26 FEET. THENCE NORTH 8 DEGREES 19 MINUTES 28 SECONDS WEST. CONTINUING ALONG SAID EAST DOCK LINE, A DISTANCE OF 544,85 FEET TO SAID PASS THE COLD WITH A LINE WHICH IS PERPENDICULAR TO SAID MEST LINE OF SOUTH WELLS STREET AT SAID POINT WHICH IS 325.00 FEET SOUTH OF THE SOUTH LINE OF WEST HARRISON STREET, AND THENCE SOUTH 89 DEGREES 58 MINUTES 27 SECONDS EAST ALONG SAID

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#### EXCEPTING THEREFROM THE FOLLOWING.

THAT PART OF BLOCKS 87 AND 88 IN THE SCHOOL SECTION ADDITION TO CHICAGO, BEING A SUBDIVISION OF SECTION 16. TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF WEST HARRISON STREET, WITH THE WEST LINE OF SOUTH WELLS STREET. SAID POINT BEING 10.00 FEET MEST OF THE NORTHEAST CORNER OF BLOCK 88, AND RUMNING THENCE SOUTH OD DEGREES OF MINUTES 33 SECONDS WEST ALONG THE WEST LINE OF SOUTH WELLS STREET. A DISTANCE OF 325.00 FEET TO A POINT OF BEGINNIC OF THE LAND HEREIN DESCRIBED; THENCE CONTINUING SOUTH OD DECREES OF MINUTES 33 SECONDS WEST ALONG SAID WEST LINE OF SOUTH WELLS STREET. A DISTANCE OF 469,69 FFET TO THE MORTH LINE OF WEST POLK STREET; THENCE NORTH 89 DECREES 53 MINUTES 26 SECONDS WEST ALONG SAID NORTH LINE OF WEST POLK STREET A DISTANCE OF 185.78 FEET, THENCE NORTH OD DEGREES OF MINUTES 33 SECONDS EAST PARALLEL WITH SAID WEST LINE OF SOUTH WELLS STREET. A DISTANCE OF 489.42 FEET TO AN INTERSECTION WITH A LINE ORAMN PERPENDICULAR TO SAID WEST LINE OF SOUTH WELLS STREET FROM THE AFORE DESCRIBED POINT OF BEGINNING; THENCE SOUTH 89 DEGREES 38 MINUTES 27 SECONDS EAST ALONG SAID LAST DESCRIBED PLAPENDICULAR LINE. A DISTANCE OF 185.78 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 89 DEGREES S8 MINUTES 27 SECONDS EAST ALONG SAID LAST DESCRIBED PLAPENDICULAR LINE. A DISTANCE OF 185.78 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 89 DEGREES OF 185.79 FEET TO THE

P1N. 17-16-401-008-0000 (Affects the foregoing described property and other property) Address 195 W HARRISON ST, Chicago, Illinois, 60605

P.I.N. 17-16-401-020-0000 P.I.N. 17-16-401-021-0000 P.I.N.: 17-16-401-019-0000

ATTO ... TO SEE TO SEE

Address: 726 S. WELLS ST, Chicago, Illinois 60654

ANNUAL REPORT (1st PAGE)

# A copy of the entire annual report is on file with the City's Law Department.



#### Lendlease Group 2020 Annual Report

Lendlease Group today announced its results for the year ended 30 June 2020. Attached is the 2020 Annual Report, including:

- Directors' Report
- Remuneration Report
- Financial Statements

#### **ENDS**

FOR FURTHER INFORMATION, PLEASE CONTACT:

Investors:

Media:

Justin McCarthy

Stephen Ellaway

Mob: +61 422 800 321

Mob: +61 417 851 287

Authorised for lodgement by the Lendlease Group Disclosure Committee

#### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

#### **SECTION I -- GENERAL INFORMATION**

A. Legal name of the Disclo	sing Party submitt	ting this EDS. Include d/b/a/ if applicable:
600 S. Wells (Chicago) III, LL	С	
Check ONE of the following	g three boxes:	
the contract, transaction or of "Matter"), a direct or indirect name:  OR  3. \[ \sum a \text{ legal entity with } \]	ently holding, or a her undertaking to interest in excess	nticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal et right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control:
B. Business address of the D	isclosing Party:	30 S. Wacker Dr. Floor 24 Chicago, IL 60606
C. Telephone: 312-368-4092	Fax:	Email: elizabeth.butler@us.dlapiper.cor
D. Name of contact person:	Liz Butler - DLA	Piper LLP
E. Federal Employer Identifi	cation No. (if you	have one):
F. Brief description of the M property, if applicable):	atter to which this	s EDS pertains. (Include project number and location of
Approval of access easement agre-	ement for the prope	rty generally located at 223-313 W. Harrison
G. Which City agency or dep	artment is reques	ting this EDS? CDOT
If the Matter is a contract being complete the following:	ng handled by the	City's Department of Procurement Services, please
Specification #		and Contract #
cr.2018-1 Page 1 of 15		

#### SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF T	THE DISCLOSING PARTY	•
Person Publicly registe	ship	rty:    X   Limited liability company     Limited liability partnership     Joint venture     Not-for-profit corporation   (Is the not-for-profit corporation also a 501(c)(3))?     Yes   No     Other (please specify)
2. For legal entities  Delaware	es, the state (or foreign coun	try) of incorporation or organization, if applicable:
•	es not organized in the State te of Illinois as a foreign ent	of Illinois: Has the organization registered to do ity?
X Yes	□ No	Organized in Illinois
B. IF THE DISCL	OSING PARTY IS A LEGA	AL ENTITY:
the entity; (ii) for mare no such membe similar entities, the limited partnershi each general partnershi	not-for-profit corporations irs, write "no members whic e trustee, executor, administ ps, limited liability compa	plicable, of: (i) all executive officers and all directors of , all members, if any, which are legal entities (if there the are legal entities"); (iii) for trusts, estates or other trator, or similarly situated party; (iv) for general or mies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant.
NOTE: Each legal	entity listed below must sub	omit an EDS on its own behalf.
Name River South Properties, L	LC	Title Manager
indirect, current or pownership) in excess	prospective (i.e. within 6 mess of 7.5% of the Applicant.	oncerning each person or legal entity having a direct or onths after City action) beneficial interest (including Examples of such an interest include shares in a p or joint venture, interest of a member or manager in a
	-	

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limited liability of state "None."	company, or interest of a beneficiary	of a trust, estate or other similar entity. If none,
NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf.		
Name	Business Address	Percentage Interest in the Applicant
See attached adder	ndum	
SECTION III OFFICIALS	INCOME OR COMPENSATION	TO, OR OWNERSHIP BY, CITY ELECTED
	ng Party provided any income or con preceding the date of this EDS?	npensation to any City elected official during the Yes x No
	ing Party reasonably expect to provious the 12-month period following	de any income or compensation to any City the date of this EDS? Yes X No
	of the above, please identify below tome or compensation:	he name(s) of such City elected official(s) and
inquiry, any City		sclosing Party's knowledge after reasonable partner, have a financial interest (as defined in ICC")) in the Disclosing Party?
	lentify below the name(s) of such Ci scribe the financial interest(s).	ty elected official(s) and/or spouse(s)/domestic

#### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

#### ATTACHMENT TO EDS SECTION II(B)(2)

### OWNERSHIP INTERESTS IN 600 S. WELLS (CHICAGO) III, LLC

Name	Address	Percentage Interest in
		Applicant
River South Properties, LLC	30 South Wacker Dr. 24th Floor	100% Direct Interest
Lendlease Development Inc.	Chicago, IL 60606 200 Park Avenue, 9th Floor	100% Indirect Interest
•	New York, NY 10166	
Lendlease Americas Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Holdings Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease International Pty Limited (Australia)	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest
Lendlease Corporation Limited *	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest

<sup>\*</sup>The shares of Lendlease Corporation Limited of Australia are combined as stapled securities with the units in Lendlease Trust and are traded as one security under the name of Lendlease Group on the Australian Securities Exchange, and is therefore exempt from providing an EDS form pursuant to EDS Rule 1(i).

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Par (subcontractor, attorney, lobbyist, etc.)	paid or estimated.) <b>NOTE:</b> "hourly rate" or "t.b.d." is
DLA Piper LLP (US) (retai	ned) 444 W.	Lake, Suite 900, Chicago, IL 6060	not an acceptable response.  Of Attorney \$5,000 (cst.)
SpaceCo (retained) 9575 W	/ Higgins Rd	Suite 700, Rosemont, IL 60018	Civil Engineer \$1,500 (est.)
	<del></del>	· · · · · · · · · · · · · · · · · · ·	<u> </u>
(Add sheets if necessary)			
Check here if the Disc	closing Party	has not retained, nor expects to	retain, any such persons or entities.
SECTION V CERTIF	FICATION	S	
A. COURT-ORDERED		·	
		antial owners of business entitie support obligations throughout	s that contract with the City must the contract's term.
- 1	•	ectly owns 10% or more of the I tions by any Illinois court of co	Disclosing Party been declared in mpetent jurisdiction?
Yes No x	No person d	irectly or indirectly owns 10% o	or more of the Disclosing Party.
If "Yes," has the person ends the person in compliance		~ -	payment of all support owed and
Yes No		•	
B. FURTHER CERTIFIC	CATIONS		
Procurement Services.] In Party nor any Affiliated Experiormance of any public	n the 5-year intity [see decontract, the	he Matter is a contract being ha period preceding the date of thi efinition in (5) below] has engage the services of an integrity monita- tence consultant (i.e., an individual	ged, in connection with the cor, independent private sector

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they

can be considered for agency contracts in the future, or continue with a contract in progress).

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;

THE PARTY OF THE P

- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications. 11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: None If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements. 12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None 13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION 1. The Disclosing Party certifies that the Disclosing Party (check one) x is not is

a "financial institution" as defined in MCC Section 2-32-455(b).

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

MCC Section 2-3	,	ge because it or any of its affiliates (as defined in ithin the meaning of MCC Chapter 2-32, explain
	" the word "None," or no responsumed that the Disclosing Party co	se appears on the lines above, it will be extified to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL	L INTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-15	6 have the same meanings if used in this Part D.
after reasonable in		o the best of the Disclosing Party's knowledge byce of the City have a financial interest in his or or entity in the Matter?
Yes	x No	
_	ecked "Yes" to Item D(1), proceed tems D(2) and D(3) and proceed	ed to Items D(2) and D(3). If you checked "No" d to Part E.
official or employ other person or en taxes or assessmen "City Property Sal	ee shall have a financial interest tity in the purchase of any proper ats, or (iii) is sold by virtue of leg	c bidding, or otherwise permitted, no City elected in his or her own name or in the name of any rty that (i) belongs to the City, or (ii) is sold for gal process at the suit of the City (collectively, taken pursuant to the City's eminent domain in the meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
Yes	No	
		names and business addresses of the City officials entify the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
•	g Party further certifies that no protect of ficial or employee.	rohibited financial interest in the Matter will be

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#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

nust disclose below or in an attachment to this EDS all information required by (2). Failure to omply with these disclosure requirements may make any contract entered into with the City in onnection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies sued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance olicies. The Disclosing Party verifies that the following constitutes full disclosure of all such ecords, including the names of any and all slaves or slaveholders described in those records:
ECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
OTE: If the Matter is federally funded, complete this Section VI. If the Matter is not ederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying isclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing arty with respect to the Matter: (Add sheets if necessary):
f no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" opear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities gistered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on chalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any erson or entity to influence or attempt to influence an officer or employee of any agency, as defined applicable federal law, a member of Congress, an officer or employee of Congress, or an employee or 2018.

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Ap	pplicant?
Yes	No
If "Yes," answer the three que	estions below:
1. Have you developed and of federal regulations? (See 41	do you have on file affirmative action programs pursuant to applicable CFR Part 60-2.)  No
•	oint Reporting Committee, the Director of the Office of Federal Contracte Equal Employment Opportunity Commission all reports due under the as?  No Reports not required
3. Have you participated in a equal opportunity clause?  Yes	any previous contracts or subcontracts subject to the  No
If you checked "No" to questi	ion (1) or (2) above, please provide an explanation:

#### SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.

- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

#### **CERTIFICATION**

3у:

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

600 S. Wells	(Chicago) III, LLC		
River South 1	Properties, LLC, its mana	iging member	
Lendlease De	evelopment Inc., its mana	iging member	
(Print or type	exact legal name of Disc	closing Party)	
By:	here)	·	
Jason Alde	erman		
(Print or type	name of person signing)	7-7-1-1	<del></del>
President_ (Print or type	title of person signing)	·	
Signed and sv	worn to before me on (da	te) November 25, 2020	
at	County,	(state).	
Notary	/ Public	<del></del>	
Commission	expires.	•	

#### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

### FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

MANAGE STORY OF STREET

30.00

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Yes X No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

#### BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
Yes	x No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
	offlaw or problen	entify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

#### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
$\sqrt{x}$ N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.
· .

#### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

#### **SECTION I -- GENERAL INFORMATION**

A. Legal name of the Disc	losing Party submitt	ing this EDS. Include d/b/a/ if applicable:
River South Properties, LLC		
Check ONE of the following	ing three boxes:	
the contract, transaction or "Matter"), a direct or indire name:  OR  3.  a legal entity with	crently holding, or an other undertaking to ect interest in excess 10 S. WELLS (CHICA)	nticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal
B. Business address of the	Disclosing Party:	30 South Wacker Dr., 24th Floor Chicago, IL 60606
C. Telephone: <u>312-368-409</u>	2 Fax:	Email: elizabeth.butler@us.dlapiper.con
D. Name of contact person	: Liz Butler - DLA F	Piper LLP
E. Federal Employer Ident	ification No. (if you	have one):
F. Brief description of the property, if applicable):	Matter to which this	EDS pertains. (Include project number and location of
Approval of access easement ag	reement for the proper	ty generally located at 223-313 W. Harrison
G. Which City agency or d	cpartment is request	ting this EDS? CDOΓ
If the Matter is a contract be complete the following:	eing handled by the	City's Department of Procurement Services, please
Specification #		and Contract #
		ge 1 of 15

#### SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

#### 1. Indicate the nature of the Disclosing Party: Person X Limited liability company Limited liability partnership Publicly registered business corporation Privately held business corporation Joint venture Sole proprietorship Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? General partnership Limited partnership Yes □No Other (please specify) Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as à foreign entity? Yes Organized in Illinois X No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Title Name Manager Lendlease Development Inc. 2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

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limited liability state "None."	company, or interest of a beneficiary	of a trust, estate or other similar	entity. If none,
NOTE: Each le	gal entity listed below may be require	d to submit an EDS on its own b	ehalf.
Name	Business Address	Percentage Interest in t	he Applicant
Sce attached adde	endum		
SECTION III - OFFICIALS	INCOME OR COMPENSATION	TO, OR OWNERSHIP BY, C	TITY ELECTED
	ing Party provided any income or com preceding the date of this EDS?	npensation to any City elected of	ficial during the x No
	sing Party reasonably expect to provious furing the 12-month period following	-	o any City x No
	of the above, please identify below the come or compensation:	he name(s) of such City elected of	official(s) and
inquiry, any City	lected official or, to the best of the Diverger elected official's spouse or domestic of the Municipal Code of Chicago ("Maximus No	partner, have a financial interest	
	dentify below the name(s) of such Circscribe the financial interest(s).	ty elected official(s) and/or spous	se(s)/domestic
			<del></del>

#### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

#### ATTACHMENT TO EDS SECTION II(B)(2)

### OWNERSHIP INTERESTS IN 600 S. WELLS (CHICAGO) III, LLC

Name	Address	Percentage Interest in
		Applicant
River South Properties, LLC	30 South Wacker Dr. 24 <sup>th</sup> Floor	100% Direct Interest
	Chicago, IL 60606	
Lendlease Development Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Holdings Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease International Pty Limited (Australia)	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest
Lendlease Corporation Limited *	Level 14, Tower Thrce, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest

<sup>\*</sup>The shares of Lendlease Corporation Limited of Australia are combined as stapled securities with the units in Lendlease Trust and are traded as one security under the name of Lendlease Group on the Australian Securities Exchange, and is therefore exempt from providing an EDS form pursuant to EDS Rule 1(i).

Name (indicate whether retained or anticipated to be retained)  Address  Ad	1 8 3	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)		
_	Party has not retained, nor expects to r	etain, any such persons or entities.
SECTION V CERTIFICAT	IONS	
A. COURT-ORDERED CHILD	SUPPORT COMPLIANCE	
	ubstantial owners of business entities t child support obligations throughout th	<del>_</del>
• •	ndirectly owns 10% or more of the Dis oligations by any Illinois court of comp	<b>E</b> 5
Yes No No pers	on directly or indirectly owns 10% or	more of the Disclosing Party.
If "Yes," has the person entered is the person in compliance with	nto a court-approved agreement for pathat agreement?	yment of all support owed and
Yes No		
B. FURTHER CERTIFICATIO	NS	
Procurement Services.] In the 5-Party nor any Affiliated Entity [sperformance of any public contrainspector general, or integrity coinvestigative, or other similar skillactivity of specified agency vendo	y if the Matter is a contract being hand year period preceding the date of this bee definition in (5) below] has engaged et, the services of an integrity monitor impliance consultant (i.e., an individual lls, designated by a public agency to hors as well as help the vendors reform attracts in the future, or continue with a	EDS, neither the Disclosing d, in connection with the r, independent private sector or entity with legal, auditing, elp the agency monitor the their business practices so they

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2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;

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- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

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- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.
11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
None
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies that the Disclosing Party (check one)  is x is not
á "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

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If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS
Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.
1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?
Yes x No
NOTE: If you checked "Yes" to Item D(1), proceed to Items D(2) and D(3). If you checked "No" to Item D(1), skip Items D(2) and D(3) and proceed to Part E.
2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.
Does the Matter involve a City Property Sale?
☐ Yes ☐ No
3. If you checked "Yes" to Item $D(1)$ , provide the names and business addresses of the City official or employees having such financial interest and identify the nature of the financial interest:
Name Business Address Nature of Financial Interest
4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

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#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.

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5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Yes No
If "Yes," answer the three questions below:
1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)  Yes  No
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contrac Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?  Yes  Reports not required
3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?  Yes  No
If you checked "No" to question (1) or (2) above, please provide an explanation:

#### SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

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- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

River South Properties, LLC
Lendlease Development Inc, its managing member_
(Print or type exact legal name of Disclosing Party)
Ву:
(Sign here)
Jason Alderman
(Print or type name of person signing)
D 11 .
President
(Print or type title of person signing)
Signed and sworn to before me on (date) November 25, 2020
at County, (state).
Notary Public
Commission expires:

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

### FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

Yes

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

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## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

#### BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

	1	t to MCC Section 2-92-416?
Yes	x No	
	_ ,	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
	cofflaw or probler	entify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□ No
$\sqrt{X}$ N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.
· · · · · · · · · · · · · · · · · · ·

**#3** LENDLEASE DEVELOPMENT INC.

#### 5

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# **SECTION I -- GENERAL INFORMATION**

Λ. Legal name of the Disclosin	g Party submit	ting this EDS. Include d/b/a/ if applicable:
Lendlease Development Inc.		· · · · · · · · · · · · · · · · · · ·
Check ONE of the following t	hree boxes:	
the contract, transaction or othe "Matter"), a direct or indirect in name:  OR  3.  a legal entity with a contract.	ly holding, or a rundertaking to terest in excess WELLS (CHIC.	enticipated to hold within six months after City action on to which this EDS pertains (referred to below as the s of 7.5% in the Applicant. State the Applicant's legal
B. Business address of the Disc	closing Party:	200 Park Avenue, 9th Floor New York, NY 10166
C. Telephone: 312-368-4092	Fax:	Email:elizabeth.butler@us.dlapiper.com
D. Name of contact person: <u>Liz</u>	Butler - DLA F	Piper LLP
E. Federal Employer Identifica	tion No. (if you	u have one):
F. Brief description of the Mattoroperty, if applicable):	ter to which thi	is EDS pertains. (Include project number and location of
Approval of access easement agreem	ent for the prope	erty generally located at 223-313 W. Harrison
G. Which City agency or depart	tment is reques	sting this EDS? CDOT
f the Matter is a contract being complete the following:	handled by the	e City's Department of Procurement Services, please
Specification #		and Contract #
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# **SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS**

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Par Person Publicly registered business corporation X Privately held business corporation Sole proprietorship General partnership Limited partnership Trust	ty:  Limited liability company Limited liability partnership Joint venture Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))?  Yes No Other (please specify)
2. For legal entities, the state (or foreign count Delaware	ry) of incorporation or organization, if applicable:
3. For legal entities not organized in the State obusiness in the State of Illinois as a foreign entities.	of Illinois: Has the organization registered to do ty?
Yes X No	Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
the entity; (ii) for not-for-profit corporations, are no such members, write "no members which similar entities, the trustee, executor, administrational partnerships, limited liability comparison."	olicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there have legal entities"); (iii) for trusts, estates or other rator, or similarly situated party; (iv) for general or nies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant.
NOTE: Each legal entity listed below must sub	mit an EDS on its own behalf.
Name See attachment.	Title
indirect, current or prospective (i.e. within 6 moownership) in excess of 7.5% of the Applicant.	encerning each person or legal entity having a direct or on this after City action) beneficial interest (including Examples of such an interest include shares in a poor joint venture, interest of a member or manager in a

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# Attachment to Section II.B.1 - Officers and Directors for Lendlease Development Inc.

#### Lendlease Development Inc.

Namo 🔭 💮 🚞	Title				
Alderman, Jason	Director				
Biancuca, Mark	Director	;		1 .	
Walsh, Paul	Director				, , , , , , , , , , , , , , , , , , ,
Alderman, Jason	President and Managing Director		-		
Anderson, Bruce	Executive Vice President				
Biancucci, Mark	CFO				
Burch, Melissa	Executive Vice President				
Byrne, Benjamin	Vice President				
Donohoe, Jahn	Treasurer				
Heanng, Arden	Executive Vice President				
Iselin, Nicolas	Senior Vice President				
Jackson, Mitchell	Vice President				
Katzenberger, Daniel	Senior Vice President			_	
Kiggins, Jessica	Vice President				
Kravetz, Gary	Secretary				
Kravetz, Gary	Senior Vice President		-		
Lovett, Ryan	Vice President				
Loy, Warren	Vice President				
Maraia, Joseph	Executive Vice President		***		
Reardon, Brian	Vice President				
Saint Germain, Laurence	Vice President				
Sicgal, Peter	Senior Vice President			1	
Stutman, Scott	Senior Vice President				
Thakral, Samidha	Vice President				
Turilli, Paul	Vice President				
Walsh, Scott	Vice President				
Weldon, Theodore III	Executive Vice President				
Young, Erica	Asst Secretary				

NOTE: Each le	egal entity listed below may be require	ed to submit an EDS on its own be	naii.
Name	Business Address	Percentage Interest in th	e Applicant
See attached add	endum		
SECTION III OFFICIALS	INCOME OR COMPENSATION	N TO, OR OWNERSHIP BY, CI	TY ELECTED
	ing Party provided any income or cond preceding the date of this EDS?	mpensation to any City elected offi	cial during the
	sing Party reasonably expect to providuring the 12-month period following	•	any City X No
•	r of the above, please identify below to acome or compensation:	he name(s) of such City elected of	fficial(s) and
inquiry, any Cit	elected official or, to the best of the Di y elected official's spouse or domestic of the Municipal Code of Chicago ("M	c partner, have a financial interest	
	identify below the name(s) of such Ci escribe the financial interest(s).	ity elected official(s) and/or spous	e(s)/domestic

#### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

**X** 

#### ATTACHMENT TO EDS SECTION II(B)(2)

# OWNERSHIP INTERESTS IN 600 S. WELLS (CHICAGO) III, LLC

Name	Address	Percentage Interest in
		Applicant
River South Properties, LLC	30 South Wacker Dr. 24 <sup>th</sup> Floor	100% Direct Interest
Lendlease Development Inc.	Chicago, IL 60606  200 Park Avenue, 9 <sup>th</sup> Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Holdings Inc.	200 Park Avenue, 9 <sup>th</sup> Floor New York, NY 10166	100% Indirect Interest
Lendlease International Pty Limited (Australia)	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest
Lendlease Corporation Limited *	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest

<sup>\*</sup>The shares of Lendlease Corporation Limited of Australia are combined as stapled securities with the units in Lendlease Trust and are traded as one security under the name of Lendlease Group on the Australian Securities Exchange, and is therefore exempt from providing an EDS form pursuant to EDS Rule 1(i).

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
x Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entitie
SECTION V CERTIF	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	•	antial owners of business entities the support obligations throughout the	
		ectly owns 10% or more of the Disc tions by any Illinois court of compo	
Yes x No	No person d	lirectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person e is the person in compliance		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS	•	
Procurement Services.] If Party nor any Affiliated Experiormance of any public inspector general, or integrity investigative, or other simulativity of specified agents.	n the 5-year antity [see decontract, to grity complication of the contract of the complication of the contract	the Matter is a contract being handled period preceding the date of this E efinition in (5) below] has engaged, the services of an integrity monitor, ance consultant (i.e., an individual elesignated by a public agency to he as well as help the vendors reform the ts in the future, or continue with a contract of the services.	DS, neither the Disclosing, in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the heir business practices so they
tax or other source of inde and sewer charges, license	ebtedness ov e fees, parki	iated Entities are not delinquent in wed to the City of Chicago, including tickets, property taxes and sales by tax administered by the Illinois D	ng, but not limited to, water taxes, nor is the Disclosing

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

多,是以是我们的一种的人,也是是我们的人,我们就是我们的人,也是我们的人,也是我们的人,也是我们的人,也是我们的人,也是我们的人,也是我们的人,也是我们的人,也是

- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.

- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
None
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None /
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
<ol> <li>The Disclosing Party certifies that the Disclosing Party (check one)</li> <li>is x is not</li> </ol>
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):				
	<del>-</del>	appears on the lines above, it will be ified to the above statements.		
D. CERTIFICATION R	EGARDING FINANCIAL I	NTEREST IN CITY BUSINESS		
Any words or terms defi	ned in MCC Chapter 2-156 l	nave the same meanings if used in this Part D.		
after reasonable inquiry,		the best of the Disclosing Party's knowledge ee of the City have a financial interest in his or entity in the Matter?		
Yes	x No			
	"Yes" to Item D(1), proceed D(2) and D(3) and proceed t	to Items D(2) and D(3). If you checked "No" o Part E.		
official or employee shall other person or entity in taxes or assessments, or "City-Property Sale"). C	I have a financial interest in the purchase of any property (iii) is sold by virtue of legal	bidding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ken pursuant to the City's eminent domain he meaning of this Part D.		
Does the Matter involve	a City Property Sale?			
Yes	□ No			
		nmes and business addresses of the City officials ify the nature of the financial interest:		
Name	Business Address	Nature of Financial Interest		
4. The Disclosing Party		nibited financial interest in the Matter will be		

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# E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1  Page 9 of 15

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the	Disclosing Party the Yes	Applicant?			
If "Ye	s," answer the three	questions belo	ow:		,
	ve you developed and legalations? (See 4) Yes			action programs pu	ursuant to applicable
Compl	•	the Equal Em	•	ity Commission all	ice of Federal Contract reports due under the
	ve you participated i opportunity clause? Yes	n any previou	us contracts or subco	ontracts subject to th	ne
If you	checked "No" to que	estion (1) or (	2) above, please pro	vide an explanation	
	<del></del>				·

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#### SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.

Action for the contract of the

- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

Lendlease Development Inc.	(Print or type
exact legal name of Disclosing Party)	
By:	
(Sign here)	
_Jason Alderman	
(Print or type name of person signing)	
President	
(Print or type title of person signing)	• .
Signed and sworn to before me on (date)	November 25, 2020
at County,	(state).
Notary Public	<u> </u>
Commission expires:	·

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

# FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

currently have a	"familial relationship" wit	h an elected city official or department head?
Yes	No	
which such perso	on is connected; (3) the na	me and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to nip, and (4) the precise nature of such familial relationship.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

#### BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		0, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
Yes	No	
		licly traded on any exchange, is any officer or director of ode scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
	w or problem	ntify below the name of each person or legal entity identified landlord and the address of each building or buildings to which

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

☐ Yes
□No
$\sqrt{N/A}$ – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

#4. LENDLEASE AMERICAS INC.

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# **SECTION I -- GENERAL INFORMATION**

A. Legal name of the Disclos	sing Party submitt	ing this EDS. Include d/b/a/ if applicable:	
Lendlease Americas Inc.	-,		
Check ONE of the following	g three boxes:		
the contract, transaction or oth "Matter"), a direct or indirect name:  OR  3.  a legal entity with	ntly holding, or a her undertaking to interest in excess S. WELLS (CHICA a direct or indirec	nticipated to hold within six months after Ci o which this EDS pertains (referred to below of 7.5% in the Applicant. State the Applica	as the ant's legal
B. Business address of the Di	isclosing Party:	200 Park Avenue, 9th Floor New York, NY 10166	
C. Telephone: <u>312-368-4092</u>	Fax:	Email: elizabeth.butlcr@u	s.dlapiper.cor
D. Name of contact person:	Liz Butler - DLA F	iper LLP	
E. Federal Employer Identific	cation No. (if you	have one):	
F. Brief description of the Maproperty, if applicable):	atter to which this	EDS pertains. (Include project number and	l location of
Approval of access easement agree	ment for the prope	ty generally located at 223-313 W. Harrison	
G. Which City agency or dep	artment is reques	ing this EDS? CDOT	
If the Matter is a contract being complete the following:	g handled by the	City's Department of Procurement Services	, please
Specification #		and Contract #	
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#### SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

# 1. Indicate the nature of the Disclosing Party: Limited liability company Publicly registered business corporation Limited liability partnership X Privately held business corporation Joint venture Sole proprietorship Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? General partnership Limited partnership Yes ∃No Other (please specify) Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? Yes x No Organized in Illinois B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures. each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Title Name See attachment. 2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

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Name	Title	Title Role Comment of the Comment of
Ambler, Bruce Jr.	Director	Director
Hickey, Denis	Director	Director
Walsh, Paul	Director	Director
Alderman, Jason	Executive Vice President	Officer
Ambler, Bruce Jr.	Executive Vice President	Officer
Bedell, Faye	Vice President	Officer
Benjamin, Cory	Asst Secretary	Officer
Boulden, Laurie A.	Vice President	Officer
Campbell, Peter	Executive Vice President	Officer
Campbell, Peter	General Counsel	Officer
Campbell, Peter	Secretary	Officer
Chung, Howard	Vice President	Officer
Costello, Mary	Senior Vice President	Officer
Donohoe, John	Treasurer	Officer
Exley, Meryl Large	Vice President	Officer
Farino, Carolyn	Vice President	Officer
Fix, Meridith	Senior Vice President	Officer
Fratianni, Michael	Executive Vice President	Officer
Giordano, Thomas V.	Senior Vice President	Officer
Hadley, P. Jason	Vice President	Officer
Hester, Teena	Senior Vice President	Officer
Hickey, Denis	CEO	Officer
Hoffman, Peter	Vice President	Officer
Hoover, Glen	Vice President	Officer
Jackson, Mitchell	Vice President	Officer
Johnston, Claire	Executive Vice President	Officer
Kern, Justin	Vice President	Officer
Kiggins, Jessica	Vice President	Officer
Kravetz, Gary	Senior Vice President	Officer
Lanza, Peter	Senior Vice President	Officer
Lucey, Petula	Vice President	Officer
Magri, Joseph	Senior Vice President	Officer
Mull, Kenneth	Vice President	Officer
Nyland, Vickie	Senior Vice President	Officer
Polkow, Eric	Vice President	Officer
Quagliano, Adam	Vice President	Officer
Rigden, David	Vice President	Officer
Roumbanis, Michael	Vice President	Officer
Serafino, Michael	Senior Vice President	Officer
Stegall, Charles	Senior Vice President	Officer
Walsh, Paul	CFO	Officer
Williams, Tolliver	Senior Vice President	Officer
Young, Erica	Asst Secretary	Officer
Zehner, Lori B.	Vice President	Officer

state "None."	company, or interest of a beneficiary	or a trust, estate of othe	or sillilar chili	y. 11 none,
NOTE: Each le	gal entity listed below may be require	ed to submit an EDS on	its own behalf	f.
Name	Business Address	Percentage In	iterest in the A	pplicant
See attached adde	endum	·		
SECTION III - OFFICIALS	- INCOME OR COMPENSATION	TO, OR OWNERSH	IIP BY, CITY	ELECTED
	ng Party provided any income or cond preceding the date of this EDS?	npensation to any City e	elected official	during the
•	sing Party reasonably expect to providuring the 12-month period following	-	ensation to an	y City x No
•	of the above, please identify below the come or compensation:	he name(s) of such City	y elected offici	al(s) and
inquiry, any City Chapter 2-156 o Yes If "yes," please i	lected official or, to the best of the Di y elected official's spouse or domestic f the Municipal Code of Chicago ("M  X  No  dentify below the name(s) of such Ci	e partner, have a financi ICC")) in the Disclosing	ial interest (as g Party?	defined in
	escribe the financial interest(s).  - DISCLOSURE OF SUBCONTRA	ACTORS AND OTHE	R RETAINE	D PARTIES
			-	

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

### ATTACHMENT TO EDS SECTION II(B)(2)

# OWNERSHIP INTERESTS IN 600 S. WELLS (CHICAGO) III, LLC

Name	Address	Percentage Interest in
		Applicant
River South Properties, LLC	30 South Wacker Dr. 24th Floor	100% Direct Interest
	Chicago, IL 60606	
Lendlease Development Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Holdings Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease International Pty Limited (Australia)	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest
Lendlease Corporation Limited *	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest

<sup>\*</sup>The shares of Lendlease Corporation Limited of Australia are combined as stapled securities with the units in Lendlease Trust and are traded as one security under the name of Lendlease Group on the Australian Securities Exchange, and is therefore exempt from providing an EDS form pursuant to EDS Rule 1(i).

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
		y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	,
		antial owners of business entities the support obligations throughout the	
	•	ectly owns 10% or more of the Disc tions by any Illinois court of compo	
Yes x No	No person d	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS		
Procurement Services.] I Party nor any Affiliated E performance of any public inspector general, or integ investigative, or other sim activity of specified agend	n the 5-year and the 5-year december of the contract, the complication of the contract of the	the Matter is a contract being handle period preceding the date of this E efinition in (5) below] has engaged he services of an integrity monitor, ance consultant (i.e., an individual designated by a public agency to he as well as help the vendors reform the time the future, or continue with a continu	DS, neither the Disclosing, in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the heir business practices so they

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2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property:
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- c. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;

White the same were to be at the same state of

- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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believe has not provided or cannot provide truthful certifications.
11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
None
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies that the Disclosing Party (check one)  is x is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in

MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

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MCC Section 2-3		because it or any of its affiliates (as defined in thin the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response umed that the Disclosing Party cer	e appears on the lines above, it will be tified to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL	INTEREST IN CITY BUSINESS
Any words or terr	ns defined in MCC Chapter 2-156	have the same meanings if used in this Part D.
after reasonable in		the best of the Disclosing Party's knowledge wee of the City have a financial interest in his or entity in the Matter?
Yes	x No	
	necked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed	d to Items D(2) and D(3). If you checked "No" to Part E.
official or employ other person or en taxes or assessment "City Property Sa	ee shall have a financial interest in tity in the purchase of any propert nts, or (iii) is sold by virtue of lega	bidding, or otherwise permitted, no City elected in his or her own name or in the name of any y that (i) belongs to the City, or (ii) is sold for all process at the suit of the City (collectively, taken pursuant to the City's eminent domain the meaning of this Part D.
Does the Matter in	nvolve a City Property Sale?	
Yes	No	
•	· · · ·	names and business addresses of the City officials at the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
	g Party further certifies that no pro	phibited financial interest in the Matter will be

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# E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

## B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?  Yes No	
If "Yes," answer the three questions below:	
1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)  Yes  No	е
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Control Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?  Yes  No Reports not required	
3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?  No	
If you checked "No" to question (1) or (2) above, please provide an explanation:	

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#### SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.

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E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

Lendlease Ar	nericas Inc.	(Print or
type exact le	gal name of Disclosing Party	
Ву:		
(Sign	here)	
Denis Hick	key	
(Print or type	e name of person signing)	
CEO		
	e title of person signing)	
1		
Signed and s	worn to before me on (date)	November 25, 2020
at	County,	(state).
Notar	y Public	<del></del>
Commission	expires:	

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

# FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

Yes No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

#### BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
Yes	No	,
	• • • • • • • • • • • • • • • • • • • •	iblicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
• ' '	offlaw or problen	entify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

上質是最多的語言,更可以被作用,可是"常見異常",操作以認識的學生更多的。 为例,就是我也是不是一句的知識經濟,人也以經濟的學院,可以認識的學會人心心學的學學的

### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
$\sqrt{N/A}$ N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

#5

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# **SECTION I -- GENERAL INFORMATION**

A. Legal name of the Disclos	ing Party submit	ting this EDS. Include d/b/a/ if applicable:
Lendlease Americas Holdings I	nc.	
Check ONE of the following	three boxes:	
the contract, transaction or oth "Matter"), a direct or indirect name:  OR  3. \[ \begin{array}{c} a  legal entity with a legal entity with	ntly holding, or a ner undertaking to interest in excess S. WELLS (CHICA a direct or indirec	nticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal
B. Business address of the Di	sclosing Party:	200 Park Avenue, 9th Floor New York, NY 10166
C. Telephone: 312-368-4092	Fax:	Email: elizabeth.butler@us.dlapiper.com
D. Name of contact person: _I	Liz Butler - DLA I	Piper LLP
E. Federal Employer Identific	cation No. (if you	ı have one):
F. Brief description of the Maproperty, if applicable):	atter to which this	s EDS pertains. (Include project number and location of
Approval of access easement agree	ment for the prope	rty generally located at 223-313 W. Harrison
G. Which City agency or depa	artment is reques	ting this EDS? CDOT
If the Matter is a contract bein complete the following:	g handled by the	City's Department of Procurement Services, please
Specification #		and Contract #
Var 2010 1	<b>D</b> .,	ue 1 of 15

# SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

I. Indicate the nature of the Disclosing Part Person     Publicly registered business corporation     Privately held business corporation     Sole proprietorship     General partnership     Limited partnership     Trust	rty:  Limited liability company Limited liability partnership Joint venture Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))?  Yes No Other (please specify)
2. For legal entities, the state (or foreign coun Delaware	try) of incorporation or organization, if applicable:
3. For legal entities not organized in the State business in the State of Illinois as a foreign ent	of Illinois: Has the organization registered to do ity?
Yes x No	Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
the entity; (ii) for not-for-profit corporations are no such members, write "no members whice similar entities, the trustee, executor, administ limited partnerships, limited liability compa	plicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there is are legal entities"); (iii) for trusts, estates or other trator, or similarly situated party; (iv) for general or inies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant.
NOTE: Each legal entity listed below must sub	omit an EDS on its own behalf.
Name	Title
See attached.	
indirect, current or prospective (i.e. within 6 money ownership) in excess of 7.5% of the Applicant.	oncerning each person or legal entity having a direct or onths after City action) beneficial interest (including Examples of such an interest include shares in a p or joint venture, interest of a member or manager in a

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#### Attachment to Section II.B.1

#### Officers and Directors for Lendlease Americas Holdings Inc.

Name Title

Bruce Ambler Director

Peter Campbell General Counsel/Secretary

John Donohoe Treasurer

Teena Hester Senior Vice President

Denis Hickey CEO and Director

Mitchell Jackson Vice President

Jessica Kiggins Vice President

Peter Lanza Senior Vice President

Paul Walsh CFO and Director

Erica Young Assistant Secretary

limited liability state "None."	company, or interest of a beneficiary of	of a trust, estate or other similar er	ntity. If none,
NOTE: Each le	gal entity listed below may be required	I to submit an EDS on its own bel	half.
Name	Business Address	Percentage Interest in the	e Applicant
See attached adde	endum		
SECTION III - OFFICIALS	- INCOME OR COMPENSATION	TO, OR OWNERSHIP BY, CI	TY ELECTED
	ng Party provided any income or complete preceding the date of this EDS?	pensation to any City elected offic	cial during the
	sing Party reasonably expect to provide during the 12-month period following t		any City X No
_	of the above, please identify below the come or compensation:	e name(s) of such City elected of	ficial(s) and
inquiry, any City Chapter 2-156 or Yes If "yes," please i	lected official or, to the best of the Disy elected official's spouse or domestic of the Municipal Code of Chicago ("MOXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	partner, have a financial interest (CC")) in the Disclosing Party?	(as defined in

#### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

## ATTACHMENT TO EDS SECTION II(B)(2)

# OWNERSHIP INTERESTS IN 600 S. WELLS (CHICAGO) III, LLC

Name	Address	Percentage Interest in
		Applicant
River South Properties, LLC	30 South Wacker Dr. 24th Floor	100% Direct Interest
	Chicago, IL 60606	
Lendlease Development Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Holdings Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease International Pty Limited (Australia)	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest
Lendlease Corporation Limited *	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest

<sup>\*</sup>The shares of Lendlease Corporation Limited of Australia are combined as stapled securities with the units in Lendlease Trust and are traded as one security under the name of Lendlease Group on the Australian Securities Exchange, and is therefore exempt from providing an EDS form pursuant to EDS Rule 1(i).

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
x Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	<b>S</b> .	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	•
		antial owners of business entities the support obligations throughout the	
· ·	•	ectly owns 10% or more of the Disc tions by any Illinois court of compe	<b>2 3</b>
Yes x No	No person d	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person e is the person in compliance		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS		
Procurement Services.] If Party nor any Affiliated E performance of any public inspector general, or integ investigative, or other sim	n the 5-year Entity [see dec contract, the grity compliants of the contract, the compliants of the compliants of the contract	the Matter is a contract being handled period preceding the date of this E efinition in (5) below] has engaged, the services of an integrity monitor, ance consultant (i.e., an individual of designated by a public agency to he	DS, neither the Disclosing, in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

can be considered for agency contracts in the future, or continue with a contract in progress).

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");

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- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications. 11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: None If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements. 12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None 13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)

is x is not

None

- a "financial institution" as defined in MCC Section 2-32-455(b).
- 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

here (attach addi		
	A," the word "None," or no response sumed that the Disclosing Party cer	appears on the lines above, it will be tified to the above statements.
D. CERTIFICA	TION REGARDING FINANCIAL	INTEREST IN CITY BUSINESS
Any words or ter	rms defined in MCC Chapter 2-156	have the same meanings if used in this Part D.
after reasonable		the best of the Disclosing Party's knowledge ree of the City have a financial interest in his or entity in the Matter?
Yes	x No	•
	hecked "Yes" to Item D(1), proceed p Items D(2) and D(3) and proceed	d to Items D(2) and D(3). If you checked "No" to Part E.
official or emplo other person or e taxes or assessme "City Property Sa	yee shall have a financial interest in ntity in the purchase of any propert ents, or (iii) is sold by virtue of lega	bidding, or otherwise permitted, no City elected his or her own name or in the name of any y that (i) belongs to the City, or (ii) is sold for all process at the suit of the City (collectively, aken pursuant to the City's eminent domain the meaning of this Part D.
Does the Matter	involve a City Property Sale?	
Yes	No	
-	* 2 · •	ames and business addresses of the City officials tify the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

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# E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay my person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Page 9 of 15

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Appl	licant?
Yes	No
If "Yes," answer the three quest	ions below:
federal regulations? (See 41 CI	you have on file affirmative action programs pursuant to applicable FR Part 60-2.) No
	t Reporting Committee, the Director of the Office of Federal Contract qual Employment Opportunity Commission all reports due under the  No Reports not required
equal opportunity clause?	v previous contracts or subcontracts subject to the
If you checked "No" to question	(1) or (2) above, please provide an explanation:

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#### SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.

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- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

Lendlease Ar	(Print or	
type exact le	gal name of Disclosing Party	)
By: (Sign	here)	
(Print or type	e name of person signing)	
CEO (Print or type	e title of person signing)	
Signed and s	sworn to before me on (date)	November 25, 2020
at	County,	(state).
Notar	y Public	
Commission	exnires:	

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

# FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

currently have a "f	ilial relationship" with an elected city official or department head?	
Yes	No	
which such person	cify below (1) the name and title of such person, (2) the name of the legal connected; (3) the name and title of the elected city official or departments a familial relationship, and (4) the precise nature of such familial relationship.	t head to
		<u> </u>

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

# BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		it to MCC Section 2-92-416?
Yes	☐ No	
• •	0 .	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Ycs	No	The Applicant is not publicly traded on any exchange.
	fflaw or probler	dentify below the name of each person or legal entity identified m landlord and the address of each building or buildings to which

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

8

Yes
□No
$\sqrt{x}$ N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

#6. LENDLEASE INTERNATIONAL PTY LIMITED (AUSTRALIA)

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# **SECTION I -- GENERAL INFORMATION**

A. Legal name of the Disclosing Party submit	ting this EDS. Include d/b/a/ if applicable:
Lendlease International Pty Limited (Australia)	
Check ONE of the following three boxes:	
the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name:  OR  600 S. WELLS (CHIC.)	nticipated to hold within six months after City action on o which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal AGO) III, LLC
B. Business address of the Disclosing Party:	Level 14, Tower Three, International Towers Sydney  Exchange Place, 300 Barangaroo Avenue  Barangaroo NSW 2000
C. Telephońe: 312-368-4092 Fax:	Email: elizabeth.butler@us.dlapiper.com
D. Name of contact person: Liz Butler - DLA I	Piper LLP
E. Federal Employer Identification No. (if you	ı have one): N/A
F. Brief description of the Matter to which this property, if applicable):	s EDS pertains. (Include project number and location of
Approval of access easement agreement for the prope	rty generally located at 223-313 W. Harrison
G. Which City agency or department is reques	ting this EDS? CDOT
If the Matter is a contract being handled by the complete the following:	City's Department of Procurement Services, please
Specification#	and Contract #
√er 2018-1 Pa	gc 1 of 15

# SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PA	RTY
I. Indicate the nature of the Disclosin Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust	Limited liability company
2. For legal entities, the state (or foreign of Australia	country) of incorporation or organization, if applicable:
3. For legal entities not organized in the S business in the State of Illinois as a foreign	State of Illinois: Has the organization registered to do n entity?
Yes x No	Organized in Illinois
B. IF THE DISCLOSING PARTY IS A I	LEGAL ENTITY:
the entity; (ii) for not-for-profit corporate are no such members, write "no members similar entities, the trustee, executor, adminited partnerships, limited liability co	if applicable, of: (i) all executive officers and all directors of tions, all members, if any, which are legal entities (if there which are legal entities"); (iii) for trusts, estates or other ministrator, or similarly situated party; (iv) for general or mpanies, limited liability partnerships or joint ventures, manager or any other person or legal entity that directly or ment of the Applicant.
NOTE: Each legal entity listed below mus	st submit an EDS on its own behalf.
Name see attached Annexure A	Title
2. Please provide the following information indirect, current or prospective (i.e. within ownership) in excess of 7.5% of the Application	on concerning each person or legal entity having a direct or 6 months after City action) beneficial interest (including cant. Examples of such an interest include shares in a ership or joint venture, interest of a member or manager in a

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limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Percentage Interest in the Applicant Name See attached addendum. SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? l Yes x No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? Yes x No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? x No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

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#### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

## ATTACHMENT TO EDS SECTION II(B)(2)

# OWNERSHIP INTERESTS IN 600 S. WELLS (CHICAGO) III, LLC

Name	Address	Percentage Interest in
		Applicant
River South Properties, LLC	30 South Wacker Dr. 24th Floor	100% Direct Interest
	Chicago, IL 60606	
Lendlease Development Inc.	200 Park Avenue, 9 <sup>th</sup> Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease Americas Holdings Inc.	200 Park Avenue, 9th Floor New York, NY 10166	100% Indirect Interest
Lendlease International Pty Limited (Australia)	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest
Lendlease Corporation Limited *	Level 14, Tower Three, International Towers Sydney Exchange Place, 300 Barangaroo Avenue Barangaroo NSW 2000	100% Indirect Interest

<sup>\*</sup>The shares of Lendlease Corporation Limited of Australia are combined as stapled securities with the units in Lendlease Trust and are traded as one security under the name of Lendlease Group on the Australian Securities Exchange, and is therefore exempt from providing an EDS form pursuant to EDS Rule 1(i).

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)			
x Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTIF	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	· C
		antial owners of business entities the support obligations throughout the	
• -	-	ectly owns 10% or more of the Disc tions by any Illinois court of compe	•
Yes X No	No person d	lirectly or indirectly owns 10% or n	nore of the Disclosing Party.
If "Yes," has the person en is the person in compliance		a court-approved agreement for pay agreement?	ment of all support owed and
Yes No			
B. FURTHER CERTIFIC	CATIONS	_	
Procurement Services.] In Party nor any Affiliated Experiormance of any public inspector general, or integrative, or other simulativity of specified agence	n the 5-year catify [see decontract, the contract, the compliant of the categorian categ	the Matter is a contract being handle period preceding the date of this E efinition in (5) below] has engaged he services of an integrity monitor, ance consultant (i.e., an individual designated by a public agency to he as well as help the vendors reform the to the future, or continue with a continue	DS, neither the Disclosing, in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the heir business practices so they

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2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties"):
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.

- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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believe has not provided or cannot provide truthful certifications.
11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
None
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.
None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party cartifies that the Disclosing Party (check one)

a "financial institution" as defined in MCC Section 2-32-455(b).

x is not

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

	ional pages if necessary):	in the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response a umed that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or terr	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		he best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
Yes	x No	
	necked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employ other person or en taxes or assessment "City Property Sal	ee shall have a financial interest in tity in the purchase of any property ats, or (iii) is sold by virtue of legal	his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain the meaning of this Part D.
Does the Matter in	nvolve a City Property Sale?	
Yes	□ No	
-	· · · · ·	mes and business addresses of the City officials fy the nature of the financial interest:
Name	Business Address	Nature of Financial Interest

acquired by any City official or employee.

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# E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
I. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
·
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

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of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs  $\Lambda(1)$  and  $\Lambda(2)$  above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

## B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Yes	Applicant?
If "Yes," answer the three of	questions below:
1. Have you developed an federal regulations? (See 4	d do you have on file affirmative action programs pursuant to applicable 1 CFR Part 60-2.)  No
-	Joint Reporting Committee, the Director of the Office of Federal Contract he Equal Employment Opportunity Commission all reports due under the nts?  No Reports not required
<ol> <li>Have you participated it equal opportunity clause?         Yes</li> </ol>	n any previous contracts or subcontracts subject to the  No
If you checked "No" to que	stion (1) or (2) above, please provide an explanation:

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#### SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

Lendlease International Pty Limited (Australia)	
(Print or type exact legal name of Disclosing Party)	
By: Sweethere)	
(Sign here)	
Susan Ann Westlake	
(Print or type name of person signing)	
Company Secretary and Group Legal Counsel	
(Print or type title of person signing)	
November 29, 2020	
Signed and sworn to before me on (date)	
at (state).	
Notario Ballia	
Notary Public	
Commission expires:	

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

# FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

currently have a	a "familial relationship" with an elected city official or department head?
Yes	No
which such pers	e identify below (1) the name and title of such person, (2) the name of the legal entity to son is connected; (3) the name and title of the elected city official or department head to son has a familial relationship, and (4) the precise nature of such familial relationship.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

#### BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
Yes	No	
A A		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
Yes	No	The Applicant is not publicly traded on any exchange.
	fflaw or probler	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes
□No
$\sqrt{X}$ N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).
If you checked "no" to the above, please explain.

"Annexure A" to EDS for Lendlease International Pty Limited - Section II.B.1 dated 27 November 2020

Name	Title
Paul James Hooper	Director, Group Head of Tax and Special Projects
Frank Robert Krile	Director, Acting Group CFO
Simon Gerrard Benson	Director, Group Financial Controller
Michael Larkin	Group Treasurer
Susie Westlake	Company Secretary and Group Legal Counsel

Lendlease International Pty Limited (LLI) is the direct owner of all ultimate parent entities in each Region in which Lendlease operates. As an Australian legal entity, LLI does not have traditional executive officer roles as found in legal entities in the United States.



Susan Ann Westlake Company Secretary, Lendlease International Pty Limited 27 November 2020