



APPLICATION FOR ASSISTANCE

Each applicant seeking assistance must complete this application and provide required supplemental form/documentation. A non-refundable application fee of \$350.00 must be included with this application. Make check payable to COMIDA. Please see page 10 for additional information on costs and fees.

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law, except for information that is considered deniable by the Freedom of Information Law. This form is available at www.growmonroe.org.

I. APPLICANT

A. Name Monro, Inc.
Address 200 Hollister Parkway
City/State/Zip Rochester, NY 14615
Tax ID No. 16-0838627
Contact Name Brian J. D'Ambrosia
Title Chief Financial Officer
Telephone (585) 784-3356
E-Mail brian.dambrosia@monro.com

B. Owners of 20% or more of Applicant Company
Name Publicly traded (Nasdaq: MNRO) % Corporate Title

C. Applicant's Legal Counsel
Name Maurice E. Mulholland
Firm In-house General Counsel
Address
City/State/Zip
Telephone (585) 784-3452
Fax
Email Maurice.mulholland@monro.com

II. PROJECT

A. Address of proposed project facility
200 Hollister Parkway
Rochester, NY 14615
Tax Map Parcel Number 090.550-0001-029.003
City/Town/Village
School District Rochester
Current Legal Owner of Property
Monro Service Corporation (wholly-owned subsidiary)

B. Proposed User(s)/Tenant(s) of the Facility
If there are multiple Users/Tenants, please attach additional pages.
Company Name
Address
City/State/Zip
Tax ID No.
Contact Name
Title
Telephone
E-Mail

% of facility to be occupied by company
C. Owners of 20% or more of User/Tenant Company
Name % Corporate Title

D. Benefits Requested (Check all that apply)
 Sales Tax Exemption
 Industrial Revenue Bond Financing
 Mortgage Recording Tax Exemption
 Real Property Tax Abatement

E. Description of project (check all that apply)

New Construction

Existing Facility

Acquisition

Expansion

Renovation/Modernization

Acquisition of machinery/equipment

Other (specify) _____

GENERAL DESCRIPTION OF THE PROJECT AND BACKGROUND ON USER(S) OF THE FACILITY
(Attached additional sheets as necessary)

See attached answer sheet.

II. PROJECT (cont'd)

F. Are other facilities or related companies located within New York State?

Yes No

Location:

Retail store locations (151 as of December 2018) throughout New York State.

Will the Project result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the state?

Yes No

Will the Project result in the abandonment of one or more plants or facilities of the Project occupant located within the state?

Yes No

If Yes to either question, explain how, notwithstanding the aforementioned closing or activity reduction, the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry**:

G. Please confirm by checking the box, below, if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes No

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken with the Financial Assistance to be provided by the Agency**:

See attached answer sheet.

**To be completed with Agency assistance.

H. PROJECT TIMELINE

Proposed Date of Acquisition

Proposed Commencement Date of Construction

January 2019

Anticipated Completion Date

August 2019 (estimated)

I. Contractor(s)

To be provided

J. State Environmental Quality Review (SEQR) Act Compliance

COMIDA, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR). This is applicable to projects that require the state or local municipality to issue a discretionary permit, license or other type of Approval for that project.

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

- YES – Include a copy of any SEQR documents related to this Project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration, etc.
- NO

See response on attached answer sheet.

III. PROPERTY TAX ABATEMENT/PAYMENT IN LIEU OF TAX AGREEMENT (PILOT)

Check One:

JOBSPLUS

Requirements:

- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is 26.

LEASEPLUS

Requirements:

- University and/or medical related facilities in which a 501(c)3 entity leases from a for-profit entity.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

ENHANCED JOBSPLUS

Requirements:

- A minimum \$15 million investment in new plant, machinery and equipment or renovation of existing building(s) AND
- A minimum of 100 new jobs from new companies locating in Monroe County, or existing companies expanding operations here.

GREEN JOBSPLUS

Requirements:

- LEED® Certification – Project must be rated as Certified, Gold, Silver or Platinum by the United States Green Building Council's Leadership in Energy and Environmental Design (LEED®) Green Building Rating System.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

SHELTER RENTS

for student housing or affordable housing projects.

Local Tax Jurisdiction Sponsored PILOT

NO PROPERTY TAX ABATEMENT IS SOUGHT FOR THIS PROJECT

IV. APPLICANT PROJECT COSTS

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the APPLICANT.

Building Construction or Renovation

- a. MATERIALS a. \$ 900,000
- b. LABOR b. \$ 900,000

Site Work

- c. MATERIALS c. \$ 450,000
- d. LABOR d. \$ 450,000
- e. Non-Manufacturing Equipment e. \$ 230,000
- f. Furniture and Fixtures f. \$ 240,000
- g. LAND and/or BUILDING Purchase g. \$ _____
- h. Manufacturing Equipment h. \$ _____
- i. Soft Costs (Legal, Architect, Engineering) i. \$ 80,000
- Other (specify) j. _____ j. \$ _____
- k. _____ k. \$ _____
- l. _____ l. \$ _____
- m. _____ m. \$ _____

Total Project Costs \$ 3,300,000

B. Sources of Funds for Project Costs:

- a. Tax-Exempt Industrial Revenue Bond a. \$ _____
- b. Taxable Industrial Revenue Bond b. \$ _____
- c. Tax-Exempt Civic Facility Bond c. \$ _____
- d. Bank Financing d. \$ 3,300,000
- e. Public Sources e. \$ _____

Identify each state and federal grant/credit

- _____ \$ _____
- _____ \$ _____
- _____ \$ _____
- _____ \$ _____

f. Equity \$ _____
TOTAL SOURCES \$ 3,300,000

C. Has the applicant made any arrangements for the financing of this project?

Yes No

If so, please specify bank, underwriter, etc.

See attached answer sheet.

IV. COMPLETE FOR EACH USER/TENANT THAT IS SEEKING SALES TAX EXEMPTION USER(S)/TENANT(S) PROJECT COSTS

Use additional sheets as necessary

Company Name _____

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the user(s)/tenant(s) for which a sales tax exemption is requested.

Estimated Costs Eligible for Sales Tax Exemption Benefit

- a. MATERIALS a. \$ _____
- b. LABOR b. \$ _____
- c. Non-Manufacturing Equipment c. \$ _____
- d. Furniture and Fixtures d. \$ _____
- Other (specify) e. _____ e. \$ _____
- f. _____ f. \$ _____
- g. _____ g. \$ _____
- h. _____ h. \$ _____

Total \$ 0

A non-refundable fee of 1/8% on TOTAL(e) above is due and payable upon issuance of a Sales Tax Letter to User(s)/Tenant(s)

 User/Tenant Company

 Signature Title Date

For Office Use Only	
Total Assessment Value	
Land	Building
Applicant 2602-	
User/Tenant 2602-	
RM	

VI. Value of Incentives

A. IDA PILOT Benefit: Agency staff will indicate the amount of PILOT, sales and mortgage recording tax benefits (the "PILOT Benefit") based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT Benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted below.

** This section of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.

PILOT Estimate Table Worksheet

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate (Town/City/Village)/1000	School Tax Rate/1000

*Apply equalization rate to value

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
TOTAL							

*Estimates provided are based on current property tax rates and assessment values

B. Sales Tax Exemption Benefit:

Estimated value of Sales Tax exemption for facility construction: \$ _____

Estimated Sales Tax exemption for fixtures and equipment: \$ _____

Estimated duration of Sales Tax exemption: _____

C. Mortgage Recording Tax Exemption Benefit:

Estimated value of Mortgage Recording Tax exemption: \$ _____

D. Industrial Revenue Bond Benefit:

IRB inducement amount, if requested: \$ _____

E. Percentage of Project Costs financed from Public Sector sources: Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above under Section IV.B.

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name: Monro, Inc. and Monro Service Corporation

Applicant: or User/Tenant:

You must include a copy of the most recent NYS-456 Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return OR if you have multiple locations within New York State, the Bureau of Labor – BLS 3020 – Multiple Worksite Report

	Current # of jobs at proposed project location or to be relocated to project location	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion	Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion **
Full time (FTE)	255	255	26	26
Part Time (PTE)	12*	12	-	
Total	260.0**	260.0	26.0	26.0

** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Marker Area, in the fourth column. The Labor Marker Area includes: Monroe County, Orleans County, Genesee County, Wyoming County, Livingston County, Ontario County, Wayne County, Yates County, and Seneca County chosen at the Agency's discretion.

* Five converted full-time equivalents
 ** Converted to full-time equivalents

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VIII. LOCAL LABOR

To be completed by all Applicants and Users/Tenants of Projects which include the construction of new, expanded or renovated facilities:

Company Name Monro, Inc.
Applicant: or User/Tenant:

All project employees of the general contractor, subcontractor, or sub to a subcontractor (contractors) working on the project must reside within the following counties in the State of New York: Monroe, Genesee, Livingston, Ontario, Orleans, Seneca, Wayne, Wyoming or Yates. The All-Local Labor criterion will be verified based on employment, payroll and related records.

COMIDA understands that at certain times local labor may not be available within the local area. Under this condition, applicants are required to complete a waiver request of the All-Local Labor requirement prior to beginning construction. Contractors do not have to be local companies as defined herein, but must employ local people to qualify under the All-Local Labor criterion.

The foregoing terms have been read, reviewed and understood by the Applicant or User/Tenant and all appropriate personnel. Furthermore, the undersigned agrees and understands that the information contained herein must be transmitted and conveyed in a timely fashion to all applicable subcontractors, suppliers and materialman. Furthermore, the undersigned agrees to post and maintain a sign, provided by COMIDA, in a prominent, easily accessible location, identifying the project as a recipient of COMIDA assistance and the local labor requirements associated with this assistance.

Furthermore, the undersigned realizes that failure to abide by the terms herein could result in COMIDA revoking all or any portion of benefits it deems reasonable in its sole discretion for any violation hereof.

Monro, Inc.
(APPLICANT or USER/TENANT COMPANY)

Brian O'M CFO 12/18/14
Signature , Title Date

IX. FEES

1. **Application Fee - Send with Completed Application**

A non-refundable application fee of Three Hundred Fifty Dollars (\$350.00) shall be charged each applicant.

2. **Administrative Fee - Paid at Closing**

- (a) For tax-exempt IRB bond issues, the fee shall be one percent (1%) of the project amount. For projects that utilize a Payment In Lieu of Taxes (PILOT) agreement, an additional one-quarter percent (1/4%) will be added.
- (b) For lease/leaseback transactions and taxable bond issues, the fee shall be one-half percent (1/2%) of the project amount. For projects that utilize a Payment In Lieu of Taxes (PILOT) agreement, an additional one-quarter percent (1/4%) will be added.
- (c) For refunding outstanding COMIDA bond issues, the fee shall be one-quarter percent (1/4%) of the new issuance amount.

3. If a sales tax letter is required prior to closing, a non-refundable twenty-five percent (25%) of the Administrative Fee and Agency Counsel fee is payable at that time. This amount will be applied towards the Administrative fee and Agency Counsel Fee. The Sales Tax Letter shall only be for a three (3) month period. If the project does not have a formal closing within three (3) months of the sales tax letter being issued, and an extension is not granted, the balance of the Administrative fee and Agency Counsel fee become immediately due and payable.

4. Agency Counsel fee is one-third (1/3) of the Agency's Administrative fee, with a minimum fee for a lease/leaseback transaction of \$4,000.00.

5. Designated Bond Counsel fee is based on the complexity and amount of the transaction.

Monro, Inc.
(APPLICANT or USER/TENANT COMPANY)

Ben DM CFO 12/18/18
Signature , Title Date

X. CERTIFICATION

The undersigned company officer and/or user/tenant officer each hereby certifies, on behalf of the company and/or user/tenant, respectively (each singularly and together, the "Applicant"), as follows:

- A. The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentation made in this Application constitutes an act of fraud, resulting in revocation of COMIDA benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which own a minimum of 20% of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term of any agreements made in connection with this Application.
- C. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- D. Compliance with Applicable Laws: The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- E. False and Misleading Information: The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- F. Recapture: Should the Applicant not expend as projected or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- G. Applicant hereby releases the County of Monroe Industrial Development Agency ("Agency") from, agrees that the Agency shall not be liable for, and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, this Application, regardless of whether or not this Application or the Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, renovation and/or equipping of the Project described herein; and (C) any further action taken by the Agency with respect to the Project; including, without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this

Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

APPLICANT COMPANY

Monro, Inc.
Ben D.M. CFO 12/18/18
Signature , Title Date

USER/TENANT COMPANY

Signature , Title Date

II. Project

E. General Description of the Project and Background on User(s) of the Facility

Company Background

Monro, Inc. (Nasdaq: MNRO) and its wholly-owned subsidiary, Monro Service Corporation, (collectively herein referred to as "Monro" or the "Company") currently employ 260 full time and full time equivalent employees at its headquarters and flagship distribution/warehouse located at 200 Holleder Parkway, Rochester, New York 14615 (the "Facility"). As of November 2018, the employees working from this Rochester-based Facility are paid over \$16,920,000 in annualized wages.

Monro is a chain of over 1,187 company-operated retail stores in 28 states providing automotive undercar repair and tire services, making it the largest chain of company-operated undercar care facilities in the United States. In New York, Monro operates over 151 retail stores and employs approximately 760 workers at these store locations. Further, the Company operates 12 warehouses in Maryland, Virginia, New Hampshire, Kentucky, North Carolina, South Carolina and Tennessee, in addition to the Rochester-based Facility.

As has been publically announced, the Company is currently undergoing transformational change of its 60+ year operations. The strategic initiatives driving this change impact all aspects of the Company's store-level operations, including:

1. Improving the Customer Experience;
2. Optimizing Product & Service Offerings;
3. Enhancing Customer-Centric Engagement; and
4. Accelerating Productivity & Team Engagement.

The Company refers to these strategic initiatives as **Monro.Forward**. All strategic initiatives are developed, coordinated and executed by executive management and other teammates at the Rochester-based Facility. In addition, the team at the Facility continues to coordinate the Company's industry-recognized acquisition strategy.

While focusing on Monro.Forward and continuing to execute on its acquisition strategy, the Company currently has no additional workstations available to add staff. As examples of currently spacing issues at the Facility: (1) 15 Marketing staff work together in cubicles placed in the Company's former Board Conference Room; and (2) 10 additional Finance teammates work in a trailer at the back of the Facility. The Company has 2 small (4 person) conference rooms at the front of the facility and 2 larger conference rooms at the back of the Facility – wholly insufficient meeting space for a Company of Monro's size and breadth of operations. Finally, the Company has 17 open positions, 9 of which are newly-created positions.

Monro, Inc. (EIN# 16-0838627)
COMIDA Application for Assistance
Answer Sheet

Because of the significant time and effort being expended on the Company's **Monro Forward** and acquisition strategies, management has made the decision not to undertake a competitive analysis of potential headquarter locations at this time. Rather, the Company will expand within its current Facility footprint to accommodate 100 new workstations and 10% job growth in the next 4 years. Given current growth projections, the Company will outgrow this additional office space before 2023, with no ability to further expand at the Facility because of parking and other constraints.

As such, the Company undertakes this 2019 expansion and enhancement of the Rochester-based Facility knowing that it must conduct a competitive analysis of potential locations for executive and other professional staff, moving upwards of 180 current jobs from the Facility (leaving distribution and some transactionally-focused office staff at the Facility) by 2023. The Company expects to begin this competitive analysis shortly after completing the 2019 project at the Facility, taking into consideration possible locations in areas where Monro has current have operations and facilities.

Projected Investment in Real and Tangible Personal Property

Monro continues to maintain a sizable investment in real and tangible personal property located at its Rochester-based Facility at 200 Holleder Parkway. Monro currently holds over \$9.3 million (adjusted basis for federal income tax purposes) in real property and machinery and equipment at the facility.

As part of the expansion (Phase I) and renovation (Phase II) of its Facility, Monro is projecting an increased investment of approximately \$2.7 million through construction of new office space into the current warehouse and distribution center and the renovation of certain existing space, as well as an additional investment of \$.6 million of furniture, fixtures and other equipment, including enhanced technology. As part of the \$.6 million, the Company is seeking to deploy technology in support of its new training and workforce development platform, "Monro University." Through Monro University, the Company seeks to attract and retain teammates from across the organization, including at the Facility, with robust training coursework designed to develop teammates and support career progression. Additionally, the square footage of the headquarters office space will increase approximately 13,000 square feet.

Projected Investment in Employment

As of November 2018, Monro currently employs 260 full time and full time equivalent employees at the Facility. Not only will these employees be retained for the next 4-5 years, but as a result of the expansion, Monro expects to hire 26 people at the Facility over the next four years, beginning with the expected start date of this project in January 2019; this is an increase in employment of 10%. Monro expects to pay over \$4.9 million in additional wages for the new employees over the same period. At the project location, Monro has hired 32 employees since December 2014, indicating proven employment growth of 14% over its most recent four year comparable period.

Monro, Inc. (EIN# 16-0838627)
COMIDA Application for Assistance
Answer Sheet

G. Statement Requesting Financial Assistance to be provided by the Agency

The project is expected to be undertaken through two separate and distinct phases. Phase I is primarily the construction of approximately 13,000 square feet on two floors. This construction will allow for the addition of 13 new offices and 90 workstations. The cost of this construction is approximately \$1.8 million. Within our existing dedicated office space, we have converted Board and conference rooms as well as utilized the rental of trailers in order to allow for additional needed workstations. The construction of additional office space under Phase I will be critical to providing the space needed in order to accommodate current and future employees with more suitable workstations.

Phase II includes the renovation of existing space to allow for the addition of ten conference rooms as well as certain enhancements to the existing lunchroom, including increasing the seating capacity from 16 to 88, as well as other building areas. The cost of the renovation is approximately \$.9 million. Through these enhancements, we believe Monro will be better able to attract and retain teammates necessary to its continued success.

Additionally, total project costs related to furniture, fixtures and other equipment, including enhanced technology, are approximately \$600,000, of which amounts will be allocated to the new construction workstations as well as renovated areas. However, without financial assistance, the scale of the renovations budgeted at \$.9 million under Phase II as well as amounts budgeted for Phase II related furniture, fixtures and other equipment, including enhanced technology, will be compromised in consideration of total monies available for the project that will need to be allocated to the more critical Phase I project costs.

J. State Environmental Quality Review (SEQR) Act Compliance

The cost of construction of approximately \$1.8 million under Phase I is primarily related to the conversion of approximately 13,000 square feet of existing warehouse space into office space. The cost of renovation of approximately \$.9 million under Phase II is primarily related to the renovation of existing office space not included in Phase I. Both Phase I and Phase II involve only the internal conversion/renovation of existing space and will not involve areas external to the existing facility.

We have attached a completed Short Environmental Assessment Form.

IV. Applicant Project Costs

C. Has the applicant made any arrangements for the financing of this project?

It will be financed initially under the Company's revolving line of credit with a syndication of banks led by R.B.S. Citizens.