



## CABINET FOR ECONOMIC DEVELOPMENT

Matthew G. Bevin  
Governor

Old Capitol Annex  
300 West Broadway  
Frankfort, Kentucky 40601  
ThinkKentucky.com

Terry R. Gill, Jr.  
Secretary

May 9, 2019

Mr. Win Williamson  
Ernst & Young U.S. LLP  
400 W. Market Street, Suite 2400  
Louisville, KY 40202

Dear Mr. Williamson,

On February 23, 2017, the Kentucky Economic Development Finance Authority (KEDFA) awarded preliminary approval to Ernst & Young LLC (the "Company") for a project under the Kentucky Business Investment (KBI) program and on July 26, 2018 approved the modification to change the company name to, Ernst & Young U.S. LLP, the Company and KEDFA entered into a Memorandum of Agreement (MOA) outlining the terms and requirements of the KBI program. Since execution of the MOA, the project has undergone certain modifications, and the Company has requested changes to its project. The proposed changes include the following:

- Investment increased from \$4,350,000 to \$10,239,410
- Eligible costs increased from \$3,050,000 to \$4,915,188 (rent is not an eligible expense)
- Jobs increased from 125 to 157
- Total negotiated tax incentive amount to be increased from \$1,000,000 to \$1,250,000

While no formal action will be taken at this time, we are willing to recommend the proposed modifications to KEDFA for approval when the Company requests final approval. The MOA or preliminary resolution will not be changed. Instead, the changes will be incorporated into the tax incentive agreement and final resolution.

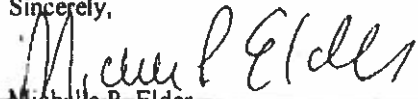
To ensure both the Company and KEDFA staff are in agreement with the modification(s) as outlined above, please execute the Acknowledgement section at the end of this letter and return it to my attention as soon as possible.

Please note the requested modification did not include an extension of term from the original preliminary approval date of February 23, 2017. Therefore, the project will expire on August 31, 2019. The Company may request an extension of time to complete the project, if needed.

In order to finalize the KBI project, evidence of the investments made by the company must be submitted to this office. Please note preliminary approval does not authorize the company to begin utilizing the KBI benefits of the income tax credit and wage assessment. The benefits may commence only after final approval, the execution of the tax incentive agreement and activation of the project.

Please feel free to contact me at (502) 782-1962 or via e-mail at [michelle.elder@ky.gov](mailto:michelle.elder@ky.gov) should you have any questions regarding this matter.

Sincerely,



Michelle P. Elder

Incentive Assistance Division

**ACKNOWLEDGEMENT:**

I hereby agree and accept the modification(s) as specified.

Ernest & Young U.S. LLP



5/9/19

Signature

Date

Win Williams, Senior Manager

Printed Name & Title of Signatory