

STATE OF ALABAMA)
COUNTY OF BALDWIN)

*RESOLUTION #2025-177
BALDWIN COUNTY COMMISSION*

PURSUANT TO AMENDMENT NO. 750 AND/OR AMENDMENT NO. 772 TO THE CONSTITUTION OF ALABAMA 1901, AND RELATED TO THE PROMOTION OF LOCAL ECONOMIC AND INDUSTRIAL DEVELOPMENT, A RESOLUTION AUTHORIZING A FIRST AMENDMENT TO PROJECT AGREEMENT BY AND AMONG BALDWIN COUNTY, THE CITY OF BAY MINETTE, THE UTILITIES BOARD OF THE CITY OF BAY MINETTE D/B/A NORTH BALDWIN UTILITIES, BALDWIN COUNTY ECONOMIC DEVELOPMENT ALLIANCE, INC., AND NOVELIS CORPORATION.

WHEREAS, Amendment No. 750 and/or Amendment No. 772 to the Constitution of Alabama 1901 authorizes, among other things enumerated within said Amendment and for the promotion of local economic and industrial development, the Baldwin County Commission to lend its credit or grant public funds and things of value in aid of or to any individual, firm, corporation, or other business entity, public or private, for the purpose of promoting the economic and industrial development of Baldwin County; and

WHEREAS, further, Amendment No. 750 and/or Amendment No. 772 to the Constitution of Alabama 1901 provides that the authority provided by said Amendment be exercised only after the following has been accomplished:

- (1) The action proposed to be taken by the Baldwin County Commission is at a public meeting of the governing body of Baldwin County by resolution containing a determination by the Baldwin County Commission that the expenditure of public funds for such purpose will serve a valid and sufficient public purpose, notwithstanding any incidental benefit accruing to any private entity or entities; and
- (2) At least seven days prior to the public meeting, a notice is published in the newspaper having the largest circulation in the county describing in reasonable detail: (i) the action proposed to be taken, (ii) a description of the public benefits sought to be achieved by such action and (iii) identifying each individual, firm, corporation, or other business entity to whom or for whose benefit Baldwin County proposes to lend its credit or grant public funds or thing of value; and

WHEREAS, at this time, the Baldwin County Commission has proposed the expenditure of public funds and other things of value to a firm, corporation, or other business entity, public or private, for the purpose of promoting the economic and industrial development of Baldwin County.

NOW, THEREFORE, BE IT RESOLVED BY THE BALDWIN COUNTY COMMISSION, IN REGULAR SESSION ASSEMBLED, that pursuant to the authority provided by Amendment No. 750 and/or Amendment No. 772 to the Constitution of Alabama

1901, the Baldwin County Commission, by this Resolution, a resolution of the Baldwin County Commission, authorizes the expenditure of public funds and other things of value to a firm, corporation, or other business entity, public or private, for the purpose of promoting the economic and industrial development of Baldwin County, as set forth in the First Amendment to Project Agreement by and among Novelis Corporation and Baldwin County, the City of Bay Minette, The Utilities Board of the City of Bay Minette d/b/a North Baldwin Utilities, and Baldwin County Economic Development Alliance, Inc., as more particularly described hereinbelow (the “Amended Agreement”) as follows:

- (1) Novelis Corporation and Baldwin County wish to amend that certain Project Agreement dated as of July 28, 2022 (the “Project Agreement”), as the Company constructs, equips, and will eventually operate a fully integrated, greenfield advanced flat—rolled aluminum products plant (the “Facility”) on an approximately 2,000 +/- acre parcel of land located near Highway 287 and I-65 in Baldwin County (the “Site”), wherein the Company will construct improvements and purchase equipment to enable the Company to conduct aluminum recycling, processing, rolling, finishing, and related operations, and wherein the Company is expected to employ as many as one-thousand (1,000) full-time employees, earning an average hourly wage of at least thirty-one dollars and twenty-five cents (\$31.25), exclusive of fringe benefits, with a total capital investment in constructing and equipping the Facility estimated to be between three billion eight hundred million dollars (\$3,800,000,000.00) and four billion one hundred million dollars (\$4,100,000,000.00) (the “Project”) within the timelines and subject to certain payment and performance obligations of the Company as provided in the Amended Agreement;
- (2) The Baldwin County Commission does hereby approve, adopt, authorize, direct, ratify and confirm the representations, warranties, agreements and covenants of Baldwin County set forth in, and the actions to be undertaken by Baldwin County pursuant to, the Amended Agreement;
- (2) The Amended Agreement is approved in substantially the form and of substantially the content as presented to and considered by the Baldwin County Commission, with such changes or additions thereto or deletions therefrom as the Chairman of the Baldwin County Commission executing the applicable agreements to which Baldwin County is a party signatory thereto shall approve, which approval shall be conclusively evidenced by execution of the applicable Agreement by the Chairman of the Baldwin County Commission;
- (3) The Amended Agreement presented to, considered and adopted by the Baldwin County Commission shall be filed in the permanent records of Baldwin County;
- (4) The Chairman of the Baldwin County Commission is hereby authorized and directed to execute, acknowledge and deliver the Amended Agreement for and on behalf of and in the name of Baldwin County, and the County Administrator is hereby authorized and directed to attest the same; and
- (5) The Baldwin County Commission is hereby authorized and directed to do and perform or cause to be done or performed in the name of and on behalf of Baldwin County such other acts, and execute, deliver, file and record such other instruments,

documents, certificates, notifications and related documents, all as shall be required by law or necessary or desirable to carry out the provisions and purposes of this Resolution and the Amended Agreement.

FURTHER, BE IT RESOLVED, that, respecting Amendment No. 750 and/or Amendment No. 772 to the Constitution of Alabama 1901, the Baldwin County Commission, by this instrument, a resolution of the Baldwin County Commission, as adopted during the September 16, 2025, regular (public) meeting of the Baldwin County Commission provides respective determinations by said county governing body that the action, as above referenced, which involves respective expenditures (grants) of public things of value to a firm, corporation, or other business entity, public or private, for the purpose of promoting the economic and industrial development of Baldwin County will serve a valid and sufficient public purpose, notwithstanding any respective incidental benefit accruing to any private entity, said respective determinations as follows:

- (1) As above recited, the expenditure of public funds and grant of public things of value to Novelis Corporation shall serve a valid and sufficient public purpose to, among other things enumerated in the Amended Agreement, provide funds required for the design, engineering, and construction costs to be incurred in connection with certain improvements to be made which will include site improvements, access improvements, rail improvements, and other infrastructure improvements.

FURTHER, BE IT RESOLVED, that, respecting Amendment No. 750 and/or Amendment No. 772 to the Constitution of Alabama 1901, the Baldwin County Commission, at least seven days prior to the September 16, 2025, regular (public) meeting of the Baldwin County Commission, provided notice, on Friday, September 5, 2025, as published in the newspaper having the largest circulation in Baldwin County, Alabama (the *The Baldwin Times*) which described in reasonable detail: (i) the action proposed to be taken as identified by this Resolution, (ii) a description of the public benefits sought to be achieved by such action identified by this Resolution and (iii) identified each individual, firm, corporation, or other business entity to whom or for whose benefit Baldwin County proposes to lend its credit or grant public funds or thing of value as identified by this Resolution, a copy of said notice attached to this Resolution as **Exhibit A**.

DONE, under the Seal of the County of Baldwin, at the County Seat in Bay Minette, Alabama, on this the 16th day of September, 2025.

[SEAL]

MATTHEW P. MCKENZIE, Chairman
Baldwin County Commission

STATE OF ALABAMA
COUNTY OF BALDWIN

I, Roger Rendleman, County Administrator, hereby certify that the foregoing is a true and correct copy of a resolution adopted by the Baldwin County Commission meeting convened the 16th day of September, 2025.

ATTEST:

ROGER RENDLEMAN
County Administrator

EXHIBIT A

**TO RESOLUTION NO. 2025-177
OF THE BALDWIN COUNTY COMMISSION**

Copy of Notice Published on September 5, 2025

(attached)

GULF COAST MEDIA

PO Box 1677 • Sumter, SC 29150
GulfCoastMedia.com

The Courier, The Islander
The Onlooker & The Baldwin Times
Office: 251-943-2151 • Legals: 251-345-6805

PROOF OF PUBLICATION STATE OF ALABAMA • BALDWIN COUNTY

Before me, the undersigned authority in and for said County, in said State, personally appeared April M. Perry who, by me duly sworn, deposes and says that: she is the Legal Representative of the following newspaper listed below, a newspaper of GENERAL CIRCULATION, PUBLISHED and PRINTED in Baldwin County, Alabama, and that there was published in The Courier, The Islander, The Onlooker, & or The Baldwin Times in the issue/s of:

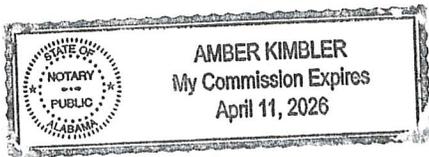
09/05/2025

a legal notice, a copy of which is hereto attached. The sum charged by the Newspaper for said publication does not exceed the lowest classified rate paid by commercial customers for an advertisement of similar size and frequency in the same newspaper(s) in which the public notice appeared.

There are no agreements between the Newspaper and the officer or attorney charged with the duty of placing the attached legal advertising notices whereby any advantage, gain or profit accrued to said officer or attorney.

X April M. Perry
April M. Perry, Legal Ad Representative

X Amber Kimbler
Amber Kimbler, Notary Public
Baldwin County, Alabama
My commission expires April 11, 2026



Sworn and subscribed to on 09/05/2025.

BALDWIN COUNTY COMMISSION - LEGAL
Acct#: 984131
Ad#: 362481
Amendment 750/772
Amount of Ad: \$376.46
Legal File# Skyfall Project

Project Skyfall Project Amendment - Amendment 750/772 Legal Notice

Notice is hereby given that the Baldwin County Commission (the "County Commission") of Baldwin County, Alabama (the "County") will meet in public session at 10:00 a.m. on Tuesday, September 16, 2025 at the Baldwin County Fairhope Satellite Courthouse in the County Commission Chambers on the 2nd Floor located at 1100 Fairhope Avenue, Fairhope, Alabama, 36532, for the purpose of consideration of the transaction of any business that may properly come before the County Commission; such business to include the authorization by the County Commission pursuant to Amendment No. 750 and/or 772 of the Constitution of Alabama of 1901, as amended, of a resolution (the "Resolution") authorizing the execution and delivery of a First Amendment to Project Agreement by and among Novelis Corporation (the "Company") and the County, the City of Bay Minette, The Utilities Board of the City of Bay Minette d/b/a North Baldwin Utilities, and Baldwin County Economic Development Alliance, Inc., as more particularly described hereinbelow (the "Amended Agreement"), for the purpose of promoting the economic and industrial development of Baldwin County. The Amended Agreement will be executed and delivered by the Company to the County.

The Company and the County wish to amend that certain Project Agreement dated as of July 28, 2022 (the "Project Agreement"), as the Company constructs, equips, and will eventually operate a fully integrated, greenfield advanced flat-rolled aluminum products plant (the "Facility") on an approximately 2,000 +/- acre parcel of land located near Highway 287 and I-65 in Baldwin County (the "Site"), wherein the Company will construct improvements and purchase equipment to enable the Company to conduct aluminum recycling, processing, rolling, finishing, and related operations, and wherein the Company is expected to employ as many as one-thousand (1,000) full-time employees, earning an average hourly wage of at least thirty-one dollars and twenty-five cents (\$31.25), exclusive of fringe benefits, with a total capital investment in constructing and equipping the Facility estimated to be between three billion eight hundred million dollars

(\$3,800,000,000.00) and four billion one hundred million dollars (\$4,100,000,000.00) (the "Project") within the timelines and subject to certain payment and performance obligations of the Company as provided in the Amended Agreement. The Company will continue to be a direct beneficiary of the Amended Agreement.

Pursuant to Amendment No. 750 and/or 772 of the Constitution of Alabama of 1901, as amended, and the Project Agreement and Amended Agreement, for the purpose of economic development of the County, the County will expend certain funds of the County benefitting the Company in consideration of certain capital expenditures incurred directly by the Company in constructing, equipping, and operating the Project to be located in the County.

As described in the Amended Agreement, the Project Agreement will be amended to reflect: (1) an increase of the Company's total capital investment to three billion eight hundred million dollars (\$3,800,000,000.00) or more; (2) a change of the Commencement of Operations date to the fifty-first (51st) calendar month following the Commencement of Construction; (3) one-year extensions to each respective Jobs Target Date; (4) updates to the terms and parameters regarding the Company's collaboration with BCE-DA and the Industrial Development Board of the City of Daphne in the creation and development of Prospect Park (formerly the Daphne Innovation + Science Center Complex); (5) a change in the delivery date of the Rail Improvements to March 31, 2026; (6) the retention by the County of 1 Mill of the County-levied ad valorem tax; (7) a change of the Reporting Years of the Jobs Maintenance Period to three years; and (8) updates to defined terms pursuant to the Amended Agreement.

The Amended Agreement will be issued and delivered by the County pursuant to Amendment No. 750 and/or 772 to the Constitution of Alabama of 1901, as amended. The Amended Agreement will be effective as of the date stated in the preamble of the Amended Agreement.

The County seeks to achieve, by undertaking its obligations pursuant to the Amended Agreement and Project Agreement, to continue to advance the economic development of the County, to increase employment in the County, and to promote and develop for the public good and welfare trade, commerce, industry, and employment opportunities in the County; and to promote the convenience, order, prosperity, and welfare of its citizens. The increased property values, increased tax revenues, additional economic activity, creation of new jobs, and the other benefits described herein will directly benefit the County and serve a valid and sufficient public purpose. The County proposes to grant public funds to the Company for the benefit of the County.

Cont. to Back

The County Commission expects to determine at its public meeting, or any continuance or holdover thereof, that the grant of funds in connection with the transaction described above will serve a valid and sufficient public purpose, notwithstanding any incidental benefit accruing to the Company or any other private entity or entities.

If you have any questions regarding this Notice, please contact:

Roger Rendleman, County Administrator for the Baldwin County Commission, at (251) 580-2550

Public participation is solicited without regard to race, color, national origin, sex, age, religion, disability or family status. Persons who require special accommodations under the Americans with Disabilities Act or those requiring language translation services should contact Roger Rendleman, County Administrator for the Baldwin County Commission, at (251) 580-2550 or roger.rendleman@baldwincountyal.gov.

September 5, 2025