

**Bond Application**  
**The Industrial Development Board**  
**City of Memphis and County of Shelby, Tennessee**

**NOTICE: Please do not submit this application or attempt to complete the application until speaking with a representative from the Memphis and Shelby County Office of Economic Development. The application process requires that you first speak with a representative to ensure proper filing. For questions regarding this application or other related services, please call 901-576-7107.**

**BOND APPLICATION  
THE INDUSTRIAL DEVELOPMENT BOARD  
OF THE CITY OF MEMPHIS AND  
COUNTY OF SHELBY, TENNESSEE**

1. Applicant: \_\_\_\_\_  
Company's Name: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_  
Federal Employer Identification Number: \_\_\_\_\_  
Company representative to be contacted: \_\_\_\_\_  
Name and Title: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_  
Sponsor (if applicable): \_\_\_\_\_  
Company's Name: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_  
Federal Employer Identification Number: \_\_\_\_\_  
Company representative to be contacted: \_\_\_\_\_  
Name and Title: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

2. Describe the principal business of each Sponsor and its legal status. Provide the same information for the parent of any Sponsor that is a subsidiary entity. Briefly describe each Sponsor's corporate or other legal structure and identify its state of organization. If Applicant is a foreign entity, is it registered to do business in Tennessee?

\_\_\_\_\_  
\_\_\_\_\_

3. Briefly describe the proposed Project. Include in this description a descriptive name of the Project, its purpose, its economic and environmental impact on Shelby County, the size of any buildings to be

constructed, the nature of any equipment to be purchased, the number of persons presently employed at existing facilities, the number of jobs that will be added or retained as a result of the Project, the wage and skill levels of the persons to be employed as a result of the Project, and any other information needed to fully explain the Project in Shelby County?

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Could the proposed facilities be located elsewhere? Attach as an exhibit any renderings or other relevant written or printed information concerning the Project.

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4. State the proposed location of the Project by street address and legal description.

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Who owns the real property at this time?

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Does Applicant have an option to purchase the property if not already owned by Applicant?

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Are there presently outstanding any options or liens with regard to the property? If so, describe.

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5. (a) State the estimated Project costs broken down by components (i.e. land, buildings, equipment, soft costs, etc.) If available, attach a third part cost estimate or bids.

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(b) State the principal amount of Bonds the Board will be requested to issue; whether tax-exempt or taxable, the proposed terms of such Bonds, including expected interest rate and maturity, and the proposed security therefor.

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6. State the proposed procedure for sale of the Bonds (i.e., public or private sale). Name all principal underwriters, fiscal agents, promoters, or consultants, who will act in connection with the issue, including their addresses, telephone numbers, and individuals familiar with the issue. If no underwriter is to be involved, name the proposed purchaser(s) of the Bonds and the addresses, telephone numbers, and names of individual representatives of the purchaser(s) familiar with the financing. Attach a copy of the bond purchaser's commitment letter.

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7. Name any Bond Counsel, Underwriter's Counsel, or Bond Purchaser's Counsel who will be involved with the issue, with addresses and telephone numbers.

Bond Counsel: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

Underwriter's Counsel: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

Bond Purchaser's Counsel: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

Other / Describe: \_\_\_\_\_

Mailing Address: \_\_\_\_\_  
\_\_\_\_\_

Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

8. Name any Company Counsel, engineers, architects, financial consultants, or other professionals who will be involved in the Project, with addresses and telephone numbers.

Company Counsel: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

Architects / Engineers: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

Financial Consultants: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

Other (specify): \_\_\_\_\_  
Mailing Address: \_\_\_\_\_

Phone/Fax: \_\_\_\_\_ Phone/Fax: \_\_\_\_\_

9. Name the indenture trustee (if any) that will act with regard to the issue (with address, telephone number, and contact person).

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

10. State the anticipated use of Bond proceeds in detail, including all anticipated underwriting or similar fees, trustee-s acceptance fees and similar charges.

Uses: \_\_\_\_\_ Amounts: \_\_\_\_\_

	\$
	\$
	\$
	\$
	\$
	\$
Total:	\$

11. Attach as an exhibit a five-year pro forma cash-flow statement for the Project, which should include information showing how the Bond indebtedness will be serviced.
  
12. State the proposed time schedule for the Project including the dates anticipated for the following:
  - (a) closing of the loan or bond issue: \_\_\_\_\_
  - (b) first expenditure of funds with regard to the Project: \_\_\_\_\_
  - (c) anticipated date construction begins: \_\_\_\_\_
  - (d) completion date of Project: \_\_\_\_\_
  
13. List all Sponsors and attach the last five (5) years audited financial statements of each and the most recent interim statements with regard to each Sponsor. If the Sponsor does not have audited financial statements, unaudited statements and a current year audited statement or balance sheet must be submitted. If any party, including an individual or individuals, will guarantee the financing, financial statements for these parties must also be submitted. Has Applicant or any Sponsor changed accounting firms within the past five years? If so, please explain. If any Sponsor or its parent is a reporting company, attach the most recent Form IO-K's, IO-Q's, and any subsequent Form 8-K's. Give names and addresses of three credit references. (At least one should be a bank.)
   
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14. Does Applicant or any Sponsor of the Project have an application pending or intend to apply for industrial revenue bond financing for this or a similar project with any other board or community? If so, where? \_\_\_\_\_
   
 \_\_\_\_\_

Has Applicant or any Sponsor of the Project obtained industrial revenue bond financing in the past for any project by this Board or any other board or community? If yes, please list. Has Applicant or any Sponsor of the Project been default on any obligation under such industrial revenue bond financing?

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Does Applicant or any Sponsor have present plans to incur indebtedness or other financial obligations which would materially affect its financial condition other than the financing applied for hereby? If so, describe.

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Does Applicant or any Sponsor of the Project know of any proposed or pending tender offers, mergers, or acquisitions by or affecting Applicant or any Sponsor of the Project or of any other materially significant corporate event in any way affecting Applicant or any Sponsor of the Project? If so, describe.

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15. Is any materially significant litigation pending or threatened against the Applicant, any sponsor, or any underwriter, promoter, fiscal agent, or consultant involved in this financing or the Project or against any officer or director of any of the above? If so, describe.

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Has the Applicant, any Sponsor, or any underwriter, promoter, fiscal agent, or consultant, or any officer or director thereof, ever been charged with or convicted of any civil or criminal offense regarding or growing out of the issuance, sale or solicitation for sale of any type of security or has any such person been convicted or is any such person presently under indictment or complaint alleging commission of a felony or misdemeanor involving moral turpitude in any court? If so, supply a detailed explanation of any such suit or action.

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**APPLICATION REPRESENTATIONS AND COVENANTS**

This Application is made in order to induce The Industrial Development Board of the City of Memphis and Shelby County, Tennessee (the "Board"), to grant financial incentives to the Applicant. Applicant represents that the statements contained herein are true and correct and include all information materially significant to the Board in its consideration of this Application.

Applicant has read and agrees to comply with all requirements of the Application Procedures and Policies of the Board. Applicant specifically agrees to pay all reasonable costs, fees, and expenses incurred by the Board in connection with Application whether or not the financial incentives are granted or the project is built. In the event any proposed bond financing closes, Applicant agrees to annually pay its proportionate share (based on total bonds outstanding) of the costs of directors' and officers' liability insurance, if any is ever obtained by the Board, or carried while the Bonds are outstanding.

Applicant: \_\_\_\_\_

By: \_\_\_\_\_

Its: \_\_\_\_\_