



Via [e-mail: pceppi@njeda.com](mailto:pceppi@njeda.com)

February 14, 2012

Mr. Paul Ceppi
Business Development Officer
New Jersey Economic Development Authority
36 West State Street
PO Box 990
Trenton, NJ 08625-0990

Re: Lockheed Martin Corporation Grow New Jersey Program Application

Dear Paul:

Lockheed Martin Corporation is pleased to present its application for review and consideration under the Grow New Jersey Program (the "Program"). As you step through the application, we would like to point out particular areas for your review and request that the information contained herein be considered highly proprietary and competition sensitive.

The Project can be briefly described as follows:

- a. It will be based at 199 Borton Landing Road, Moorestown, NJ;
- b. It is in support of the [REDACTED] proposal with the U.S. Navy;
- c. It will retain no less than 1,000 full time jobs; and
- d. It will provide a minimum of \$40 Million qualifying capital investment, pursuant to Program requirements, to be made no later than December of 2014.

It is expected that our approximate overall capital investment will be [REDACTED] Million while understanding that Program eligibility is capped at \$40 Million. These jobs and capital investment are associated with the specific Lockheed Martin Corporation "Business Unit" known as Mission Systems and Sensors ("MS2"). This MS2 Business Unit accounts for 3,988 full time jobs and a [REDACTED] Million per year payroll (as of February 7, 2012), out of the total Lockheed Martin Corporation and all subsidiaries/affiliates full time statewide employment of 5,536 and [REDACTED] Million per year payroll.

The benefits of the Program are instrumental to the MS2 Business Unit in Moorestown and if approved, the \$40 Million in tax credit economic incentives will be applied to the highly competitive [REDACTED]. Our original proposal was submitted to the U.S. Navy on [REDACTED], and it is fully expected that the U.S. Navy will further request a "Best and Final" in [REDACTED] of this year. The Department of Defense

and U.S. Navy have outlined strategies that increase the frequency and intensity of competition(s), and this [REDACTED] solicitation is the first, unprecedented competition conducted by the U.S. Navy for the role of [REDACTED], a position that MS2 has held since the inception of the AEGIS program 42 years ago. The [REDACTED] role is a ten year contract period and is the linchpin to a much larger multi-billion dollar AEGIS production and life cycle sustainment franchise.

MS2 has [REDACTED] that key competitors are actively engaged to break into the AEGIS franchise, with the [REDACTED] competition representing a "must-win" opportunity. With a [REDACTED] program loss at the Moorestown facility, MS2 projects a job loss of approximately [REDACTED] positions over the next eight (8) years. With an indirect and induced job multiplier applied, total job loss to the State is estimated at [REDACTED] positions.

With the magnitude of MS2's [REDACTED] proposal and the positive impact for New Jersey, we look forward to your review and the subsequent grant of the full amount of tax credits under the Program.

If you have any questions, please call me directly at 410-468-1016

Very truly yours,



Eric Murray
Manager, Economic Development

Enclosures:

1. Application for Grow New Jersey Program;
2. New Jersey Economic Development Authority Development Subsidy Job Goals Accountability Act Application Requirements;
3. Application for Tax Clearance — Business Assistance and Incentives;
4. Chief Executive Officer Certification; and
5. Lockheed Martin Corporation Certificate of Assistant Secretary (evidencing authorization to Charles Hubbs, Vice President, Finance and Business Management, MS2, to sign enclosed Grow New Jersey Program application).

cc: Charles Hubbs and Robert C. Regensburger — Lockheed Martin Corporation
Nicole M. Folks, Esq. — Kelliher & Salzer, LLC
Teresa Hawkins and Will Cox — Hickey & Associates, LLC

**New Jersey Economic Development Authority
The Development Subsidy Job Goals Accountability Act
Application Requirements**

P# 204419

Applicant Name Lockheed Martin Corporation

Start Date: October 2012

End Date: December 2014

1) Name of Chief Officer Charles Hubbs, Vice President, by Special Delegation of Authority

If applicable, name of Chief Officer of parent company SAME

2) If receiving or requesting subsidies from other State agencies, please list them below with the amount of the subsidy:

State Agency	Name of Subsidy Program	Requested/Approved	Amount
NJ Economic Development Authority	Grow New Jersey Assistance Act	Requested	\$40,000,000
			Total: \$40,000,000

3) Number of Employees:

	Full Time	Part Time	Temporary	Average/ Anticipated Average Annual Wage and Benefit Rate	Number Provided with Health Care Benefits	Number Represented by Collective- Bargaining Agreement
At application	Collected in EDA application	Collected in EDA application	N/A	as of 2/7/12	All FTE have access	as of 2/7/12
Retained as result of subsidy	1,000	N/A	N/A	as of 2/7/12	N/A	N/A
New jobs created at project site as a result of the subsidy	Collected in EDA application	Collected in EDA application	N/A	N/A	N/A	N/A

4) The average total number of individuals employed in New Jersey during the calendar year preceding the submission of the application by the applicant's corporate parent and all subsidiaries thereof:

Full time 5,385 Part time _____ Temporary _____

5) Will the development subsidy reduce employment at any other site controlled by the applicant or its corporate parent, inside New Jersey, resulting from automation, merger, acquisition, corporate restructuring or other business activity? Please explain:

No

6) Will the project involve the relocation of work from another address? If so, provide the number of jobs to be relocated and the address from which they are to be relocated. Please explain:

No, as of the date of this application, Lockheed Martin Corporation and its subsidiaries / affiliates do not anticipate relocation of full time employees from other locations to support this project at 199 Borton Landing Road, Moorestown, NJ. Lockheed Martin Corporation and its subsidiaries / affiliates do reserve the right to efficiently and effectively manage its real estate portfolio both within New Jersey and globally, which includes, but is not limited to, the contraction of physical locations either leased or owned. The management of our real estate portfolio allows for increasing the population density of locations while minimizing our carbon footprint and achieving overhead reduction to further support our customers' missions and our focus on affordability and sustainability.

I, Charles Hubbs, Vice President (Chief Officer or authorized representative), certify that the information provided is correct and meets the requirements of the Development Subsidy Job Goals Accountability Act. (http://www.njleg.state.nj.us/2006/Bills/PL07/200_.PDF)



Signature

14 FEB 2012

Date

Lockheed Martin Corporation

Average/Anticipated Average Annual Benefit Rate

Confidential and Proprietary Information

Status	Total Average Cost of Medical, Dental and Vision Benefits as Percentage of Salary
Non-Represented Employee Only	█████%
Non-Represented Employee +1	█████%
Non-Represented Employee +2 or more	█████%
Represented Employee Only	█████%
Represented Employee +1	█████%
Represented Employee +2 or more	█████%

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Retained as result of subsidy	1,000	N/A	N/A	as of 2/7/12	N/A	N/A
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Non-Represented Employee Only	█%
Non-Represented Employee +1	█%
Non-Represented Employee +2 or more	█%
Represented Employee Only	█%
Represented Employee +1	█%
Represented Employee +2 or more	█%

FINAL VERSION - 2/14/2012

APPLICATION NUMBER: 204419

Application Date: 2/14/2012

Who is your NJEDA contact? Paul Ceppi

Products Selected: Grow New Jersey

Program **Organization Information**

Applicant Organizational Name:
(official, legal name without abbreviations) Lockheed Martin Corporation

Federal Employer's I.D. No.
(FEIN):



Doing Business As Name: N/A

Holding Company Name: Lockheed Martin Corporation

Authorized Representative: Eric Murray

Title: Manager Economic Development

Is the Organization's address the same as the Contact's address? NO

Street Address: 6801 Rockledge Dr

Address Line 2:

City/Town: Bethesda

State: MD

ZIP Code: 20817

County: Montgomery

Telephone Number: 4104681016

Website Address: www.lockheedmartin.com

Number of Employees: 126000

NAICS Number: 339999

Nature of Business:
Lockheed Martin Corporation, headquartered in Bethesda, Md., is organized around core business areas of Aeronautics, Electronic Systems, Information Systems & Global Solutions, and Space Systems.

Year Established: 1994

Ownership Structure: C Corporation

State of Incorporation/Formation: MD

List all Officers, Directors or Owners with a 10% or more interest.

Name	SSN	Position	US Citizen	Permanent Resident
See LMT ticker symbol on NYSE	N/A	For profit Organization	NA	NA

Principal Bank Reference Information

Bank Name	Contact Name	Contact Telephone Number

Legal Information

Name of counsel to applicant: Theresa Shea

Address: 100 S Charles St. Suite 1400
Baltimore, MD 21201

Telephone: 4104681020

Accountant Information

Accountant name: Scott Branning

Address: 199 Borton Landing Road
Moorsetown, NJ 08057

Telephone: 8567224876

Has the applicant, or any related parties, previously received EDA assistance? YES

Contact Information

Salutation: Mr.

First Name: Eric

Middle Initial:

Last Name: Murray

Suffix:

Title: Manager Economic Development

Company: Lockheed Martin Corporation

Mailing Address: 100 South Charles Street

Address Line 2: Suite 1400

City/Town: Baltimore

State: MD

ZIP Code: 21201

Telephone Number: 410-468-1016 Ext.

Fax Number: 410-468-1078

Email Address: eric.d.murray@lmco.com

Project Information

Project Location

Street Address: 199 Borton Landing

Rd Address Line 2:

City/Town: Moorestown

State: NJ

ZIP Code: 08057

County: Burlington

Block: 6700

Lot: 10

Census Tract: 340057005.05

Project Description

Please provide a narrative description as fully and precisely as possible of the project, including acquisition, lease and renewal terms, construction or expansion plans, current and future uses by the applicant, size of existing and proposed facility, and/or project occupant(s) of the building(s) and/or equipment to be acquired or upgraded:

Background: Since the early 1970's, Lockheed Martin Mission Systems & Sensors (MS2) and its predecessor companies at Moorestown, New Jersey has built a substantial business base as developers and producers of the Aegis Combat system for the U.S. Navy's most advanced, front-line cruisers and destroyers. Since the inception of the Aegis program, Lockheed Martin MS2 has held the distinction of serving as the U.S. Navy's sole [REDACTED], with primary responsibility to assure the performance of shipboard combat systems to meet current and future threats. By any measure, Lockheed Martin MS2's performance in fulfilling its Aegis [REDACTED] responsibilities to the U.S. Navy has been exemplary. It is important to recognize that Lockheed Martin

MS2's role as Aegis [REDACTED] serves as the 'foundation' for our business unit at Moorestown, driving related computer program development, manufacturing, production, system testing, training and follow-on support responsibilities. Until now, Lockheed Martin MS2 has received sole-source (non-competitive) contract awards from the U.S. Navy for Aegis [REDACTED] support. Recent U.S. Defense Department directives require increased use of competitive bidding to reduce acquisition costs. This in turn has caused the U.S. Navy to compete the Aegis [REDACTED] contract for the first time since the inception of the Aegis program. This competition is for a ten (10) year contract, with a potential value to the winning bidder in excess of \$1.0 Billion per year considering all other associated opportunities that would follow a successful award. This is an unprecedented competition, with Lockheed Martin MS2's Aegis [REDACTED] proposal submitted to the U.S. Navy in December of 2011. It is further expected that a Best and Final Offer will be requested in the March through April 2012 timeframe. It should be noted that the competitive threat to Lockheed Martin MS2's position as Aegis [REDACTED] is real and of significant concern. We know that key competitors, Raytheon and Boeing, have each launched robust proposal development activities. Lockheed Martin MS2 Moorestown is convinced that both Raytheon and Boeing will offer very price competitive bids that will align well with the U.S. Navy's affordability objectives. Our competitors' pricing strategies will, in part, be a function of their ability to move [REDACTED] work to locations featuring lower cost labor along with economic incentives provided by various State and local governments.

Impact to New Jersey with Lockheed Martin MS2 loss of Aegis [REDACTED]: In the event that Lockheed Martin MS2 were to lose the [REDACTED] competition, impact to New Jersey would be very significant. It is projected that initial job losses would occur in 2012 (first year of new [REDACTED] contract performance). The job loss profile is projected at approximately 500 persons per year, for each year starting at 2012 through 2020 for a cumulative job loss of approximately 3,000 positions. Earlier economic impact studies of our Lockheed Martin MS2 Moorestown business unit indicated a "jobs multiplier effect of [REDACTED] times", including suppliers and subcontractors. In that respect, upwards of 10,000 jobs would be potentially lost from the region, creating a significant void in the tax base and a further burden to the State's unemployment profile.

Will the project facility be occupied
or used by any party other than the applicant? NO

Is it anticipated that the project
location will be purchased or NA

leased?

Total Net Leaseable Area of the building: 0

Project Costs

Please enter applicable costs:

Existing Building Renovation or Addition	\$5,600,000
New Equipment/Machinery Purchase	\$25,000,000
Other (1) - Technology/Networking	\$9,400,000
Total Cost:	\$40,000,000

Prevailing Wage

Be advised that projects utilizing financial assistance for construction related costs are subject to state prevailing wage requirements. Please contact Paul if you have any questions.

Project Costs - Existing Building Renovation or Addition

Be aware that Renovation and Additions may trigger Prevailing Wage. Please contact Paul if you have any questions.

Provide a brief description of the size and nature of the renovations and/or addition:

Existing Building/Renovation - \$5,600,000 – Description: Modifications, modernization, and infrastructure improvements to existing structures at the Lockheed Martin Moorestown campus covering multiple buildings at the project location. The improvements, modifications or renovations are still in the preliminary concept phase as of the date of this application. Lockheed Martin Corporation may substitute one capital investment for another, including by category, based upon business priorities and project

needs at the specified location. Lockheed Martin Corporation understands that prior to any tax credit being issued, that the entirety of the capital investment must be spent and a certification by a certified public accountant relating to the amount of eligible capital investment is to be provided. Additionally, building capital investments will comply as appropriate with the green building standards to be set forth in the green building manual or addendum prepared by the Department of Community Affairs and consistent with Lockheed Martins internal corporate functional procedure. Lockheed Martin has adopted the United States Green Building Council's (USGBC) Leadership in Energy and Environmental Design (LEED®) as the minimum standard for new construction, renovations, and/or retrofit projects. LEED shall apply to all building projects in the U.S. that meet the following thresholds: Lockheed Martin - Owned Facilities. LEED Silver certification or higher is required for any new construction, major addition, or renovation project for which: (a) The estimated cost of design and construction is \$5 million or more; and (b) At least four of the seven major building systems will be affected. The seven major building systems are: heating, ventilating and air conditioning (HVAC); electrical; plumbing; fire protection; life safety; security; and building envelope. If a construction, renovation and/or retrofit project in the U.S. does not meet the thresholds, then the Lockheed Martin Green Building Occupancy Standards shall apply.

Square feet of the building: N/A

Describe all approvals for this project

Status

- 1.Site Plan Approval NA
- 2.Schematic Drawings Anticipated
- 3.Design Drawings Anticipated
- 4.Construction Drawings Anticipated
- 5.Construction Permits Anticipated
- 6.Historic Review NA
- 7.Traffic/Offsite Improvements NA

Project Costs - Existing Building Renovation or Addition

Has construction work begun on project? NO

Do you have an Architect under NO

contract at the time of this application?

Do you have an Construction Manager under contract at the time of this application? NO

Do you have an General Contractor under contract at the time of this application? NO

Project Costs - New Equipment/Machinery Purchase

List each item of new equipment/machinery to be purchased as part of the project:

New Equipment/Machinery Purchases - \$25,000,000 – Description: Capital purchases of new test equipment, production machinery, and automation used in the development and/or production of deliverable hardware products.

Sources of Funds

Sources should include categories such as owner's equity, bank financing, and other government support.

Source Name	Source
Amount of NJEDA Assistance	\$40,000,000
Total:	\$40,000,000

Grow New Jersey Program

Location of Corporate headquarters

Address: 6801 Rockledge Drive

Address Line 2:

City: Bethesda

State:	MD
ZIP Code:	20817
County:	Montgomery
Country:	US
State of Incorporation:	MD

List all New Jersey operations:
WJ Hughes FAA Tech Center, Atlantic City
10000 Sagemore Driv, Marlton
106 Apple Street, Tinton Falls
13000 Midlantic Drive, Mount Laurel
1800 Route 34, Wall Township
199 Borton Landing Road, Moorestown
2000 Midlantic Drive, Mount Laurel
1 Federal Street, Camden
11 South Harvard Avenue, Cherry Hill
2339 Route 70 West, Cherry Hill
3 Executive Campus, Cherry Hill
2 Bayberry Court, Cherry Hill
3000 Lincoln Drive, Marlton
901 Rt.73 & Lincoln Dr. West, Marlton
4000 Midlantic Drive, Mount Laurel
405 Heron Drive, Bridgeport
510 Heron Drive - Rec South, Bridgeport
501 Scarborough Drive, Egg Harbor Township
580 Division Street, Elizabeth
6000 Midlantic Drive, Mount Laurel
8000 Midlantic Drive, Mount Laurel
620 Tinton Avenue, Tinton Falls
750 Centerton Road, Mount Laurel
760 Centerton Road, Mount Laurel
770 Centerton Road, Mount Laurel
780 Centerton Road, Mount Laurel
790 Centerton Road, Mount Laurel
8500 Remington Avenue, Pennsauken
450 River Road, Phillipsburg
Glenpointe Center East, Teaneck
955 S Springfield Ave, Springfield
5656 Texas Ave, Fort Dix

557 Grant Avenue, Oaklyn
450 Clark Drive, Budd Lake
402 East State Street Ste 403, Trenton
3458 Neely - HQ AMC SSG 305th Med, McGuire Air Force Base
2890 Woodbridge Ave, Edison
1900 River Road, Burlington

Does the company provide employee health benefits under a group health plan as defined under section 14 of P.L. 1997, c. 146 (C.17B:27-54), a health benefits plan as defined under section I of P.L. 1992, c.162(C.17B:27A-17), or a policy or contract of health insurance covering more than one person issued pursuant to Article 2 of Title 17B of the New Jersey Statutes?

YES

Number of existing full-time jobs in
NJ to be relocated to the proposed 0
site:

I certify that the jobs listed in the
application are at risk of being NO
located outside of New Jersey:

Note: If any of the jobs as part of this application are considered at risk of being located out of the State of New Jersey, please provide exhibit documentation that demonstrates the material facts on the "at risk" nature of these employees. Include how you will address issues such as mobility, labor and regulatory requirements as applicable (e.g., is your lease expiring, do you have stranded assets if you leave; is your labor force required to be here, is a union contract required; do you need to be licensed to be here).

Number of new full-time jobs to be 1,000 retained
created at the proposed site:

List other states New Jersey is in competition with:
Massachusetts, Rhode Island, Virginia, Alabama

Is project located in a brownfields site (defined as the first occupants of the site after issuance of a new no-further action letter)?
NO

Please provide a brief history and description of the applicant's business (including principal products and services) :
Lockheed Martin Mission Systems & Sensors (MS2) provides systems engineering, software development and complex program management for global security, civil and commercial markets.

MS2 executes nearly 500 programs for the U.S. Navy, Coast Guard, Air Force, Army and Marine Corps, as well as industrial, research and medical customers in 50 nations. MS2 has established 48 business partnerships in 35 countries worldwide. Areas of growth include providing defense-proven solutions for international customers, laser applications in defense and commercial markets, supply chain management, renewable energy, train control and port security.

Additional Product Information can be found on the attached link: <http://www.lockheedmartin.com/us/ms2/products.html>

What is the approximate start date 10/1/2012
for the project?

What is the approximate date of completion for the project? 12/31/2014

Date that company commenced operations in New Jersey: August 1994

Identify the location(s) from which employees will be moved and include the number of eligible employees that will be moved to the project location:
Employees will be retained at 199 Borton Landing Road, Moorestown, NJ 08057

Are any of the employees or capital investment referenced in the application currently subject to a BEIP, BRRAG or HUB agreement? NO

Total number of full time NJ employees: 5536

Estimated Total Gross Payroll at the project site: 318000000

Average Annual Salary for Eligible Employees: 98000

Median Annual Salary for Eligible Employees: 100000

I certify that my business is not in default with any other program administered by the State of New Jersey: YES

Summarize all local and/or state financial assistance being utilized in the proposed project, such as other grants (BEIP), low interest rate loans, infrastructure improvements, property tax abatements, exemptions and training grant assistance. Please specify program name, dollar amounts and terms as well as the status of application. (Please use additional sheet, if needed.) :
Grow New J

Additional Background Information

Businesses applying for eligibility for NJEDA programs are subject to the Authority's Disqualification/Debarment Regulations (the "Regulations"), which are set forth in N.J.A.C. 19:30-2.1, et seq. Applicants are required to answer the following background questions pertaining to the commission of certain actions that can lead to debarment or disqualification from eligibility under the Regulations.

All capitalized terms used in this Questionnaire, except those defined elsewhere herein, shall be defined at the bottom of this form.

1. Commission of a criminal offense as an incident to obtaining or attempting to obtain a public or private contract, or subcontract thereunder, or in the performance of such contract or subcontract. NO

2. Violation of the Federal Organized Crime Control Act of 1970, or commission of embezzlement, theft, forgery, NO

bribery, falsification or destruction of records, perjury, false swearing, receiving stolen property, obstruction of justice, or any other offense indicating a lack of business integrity or honesty.

3. Violation of the Federal or State antitrust statutes, or of the Federal NO Anti-Kickback Act (18 U.S.C.874).

4. Violation of any law governing the conduct of elections of the Federal Government, State of New NO Jersey or of its political subdivision.

5. Violation of the "Law Against Discrimination" (P.L. 1945, c169, N.J.S.A 10:5-1 et seq., as supplemented by P.L. 1975, c127), or of the act banning discrimination in public works employment (N.J.S.A 10:2-1 et seq.) or of the act prohibiting discrimination by industries engaged in defense work in the employment of persons therein (P.L. 1942, c114, N.J.S.A 10:10, et seq.). NO

0. To the best of your knowledge after reasonable inquiry, violation of any laws governing hours of labor, minimum wage standards, NO prevailing wage standards, discrimination in wages, or child labor.

6. To the best of your knowledge, after reasonable inquiry, violation of any law governing the conduct of occupations or professions of regulated industries. NO

8. Debarment by any department, agency, or instrumentality of the State or Federal government. NO

9. Violation of any of the following prohibitions on vendor activities representing a conflict of interest, or failure to report a solicitation as set forth below:

- i. No person shall pay, offer or agree to pay, either directly or indirectly, any fee, commission, compensation, gift, gratuity, or other thing of value of any kind to any Authority officer or employee or special Authority officer or employee, as defined by N.J.S.A 52:13D-13(b) and (e), with which such person transacts or offers or proposes to transact business, or to any member of the immediate family as defined by N.J.S.A 52:13D-13i, of any such officer or employee, or partnership, firm or corporation with which they are employed, or associated, or in which such officer or employee has an interest within the meaning of N.J.S.A 52:13D-13g.
- ii. The solicitation of any fee, commission, compensation, gift, gratuity or other thing of value by any Authority officer or employee or special Authority officer or employee from any person shall be reported in writing by the person to the Attorney General and the Executive Commission on Ethical Standard.
- iii. No person may, directly or indirectly, undertake any private business, commercial or entrepreneurial relationship with, whether or not pursuant to employment, contract or other agreement, express or implied, or sell any interest in such person to, any Authority officer or employee or special Authority officer or employee having any duties or responsibilities in connection with the purchase, acquisition or sale of any property or services by or to the Authority, or with any person, firm or entity with which he or she is employed or associated or in which he or she has an interest within the meaning of N.J.S.A 52:13D-13g. Any relationships subject to this subsection shall be reported in writing to the Executive Commission on Ethical Standards, which may grant a waiver of this restriction upon application of the Authority officer or employee or special Authority officer or employee upon a finding that the present or proposed relationship does not present the potential, actuality or appearance of a conflict of interest.
- iv. No person shall influence, or attempt to influence or cause to be influenced, any Authority officer or employee or special Authority officer or employee in his or her capacity in any manner which might tend to impair the objectivity or independence of judgment of the

officer or employee.

- v. No person shall cause or influence, or attempt to cause or influence, any Authority officer or employee or special Authority officer or employee to use, or attempt to use, his or her official position to secure unwarranted privileges or advantages for the person or any other person.

NO

10. Has any member of the Controlled Group been found guilty, liable or responsible for the violation in any Legal Proceedings of any State, Federal or foreign law that may bear upon a lack of responsibility or moral integrity, or that may provide other compelling reasons for disqualification. (Your responses to the foregoing question should include, but not be limited to, the violation of the following laws, without regard to whether any monetary award, damages, verdict, assessment or penalty has been made against any member of the Controlled Group, except that any violation of any environmental law in category (v) below need not be reported where the monetary award damages, etc. amounted to less than \$1 million).

- i. Laws banning or prohibiting discrimination or harassment in the workplace on the basis of gender, race, age, religion or handicapped status.
- ii. Laws prohibiting or banning any form of forced, slave, or compulsory labor.
- iii. Laws protecting workers who have reported the wrongdoing of their employers to governmental authorities, commonly referred to as "Whistleblower Laws".
- iv. Securities or tax laws resulting in a finding of fraud or fraudulent conduct.
- v. Environmental laws.
- vi. Laws banning the possession or sale of, or trafficking in, firearms or drugs.
- vii. Laws banning anti-competitive dumping of goods.
- viii. Anti-terrorist laws.
- ix. Criminal laws involving commission of any felony or indictable offense under State, Federal or foreign law.
- x. Laws banning human rights abuses.
- xi. Laws banning the trade of goods or services to enemies of the United States.
- xii. The New Jersey Conflicts of Interest Law, N.J.S.A 52:13D-1, et seq.

NO

11. To the best of your knowledge, after reasonable inquiry, is any member of the Controlled Group a party to pending Legal Proceedings wherein any of the offenses or violations described in questions 1-10 above are alleged or asserted against such entity or person?

NO

If the answer to any of the foregoing questions is affirmative, you must provide the following information as an attachment to the application: (i) the case and court in which such matters were tried or are pending; (ii) the charges or claims adjudicated or alleged; and (iii) a brief explanation of the circumstances giving rise to such matters. Also, for affirmative answers to question 1-10, copies of the final judgments, consent orders or administrative findings, as the case may be, that were entered or made in such matters must be attached.

The terms set forth below shall be defined as follows:

"Affiliates" means persons having an overt or covert relationship such that any one of them directly or indirectly controls or has the power to control another.

"Legal Proceedings" means any State, Federal or foreign civil, criminal or administrative proceeding in a court or administrative tribunal in the United States, any territories thereof or foreign jurisdiction.

The Authority reserves the right to require additional clarifying or explanatory information from the applicant("Applicant") regarding the answers given. If, at any time prior to board action on this application, or, at any time between the date of such action and the execution of a grant agreement with the Authority, the Applicant should become aware of any facts that materially alter or change such answers, or render any of them incomplete, the Applicant shall have a duty to immediately report such facts to the Authority in writing.

~~Certification of Application~~

PLEASE NOTE:

Eligibility of financial assistance by the New Jersey Economic Development Authority is determined by the information presented in this application and the required attachments and schedules. Any changes in the status of the proposed project from the facts presented herein could disqualify the project, including but not limited to, the commencement of construction or the acquisition of assets such as land or equipment. Please contact the staff of the EDA before taking any action which would change the status of the project as reported herein. The EDA's regulations and policies regarding the payment of prevailing wages and affirmative action in the hiring of construction workers require the submission of certain reports and certificates and the inclusion of certain provisions in construction contracts. Please consult with the EDA staff for details concerning these matters.(Forms can be found on our website www.njeda.com/forms)

Only Board Members of the governing board of the particular program for which you are applying, by resolution, may take action to determine project eligibility and to authorize the issuance of funds.

I, THE UNDERSIGNED, BEING DULY SWORN UPON MY OATH SAY:

1. I have received a copy of the "Regulation on Payment of Prevailing Wages" and the "Affirmative Action Regulation" and am prepared to comply with the requirements contained therein.
2. I affirm, represent, and warrant that the applicant has no outstanding obligations to any bank, loan company, corporation, or individual not mentioned in the above application and attachments; that the information contained in this application and in all attachments submitted herewith is to the best of my knowledge true and complete and that the bond/loan applied for herein is not for personal, family, or household purposes.
3. I understand that if such information is willfully false, I am subject to criminal prosecution under N.J.S.A. 2C:28-2 and civil action by the EDA which may at its option terminate its financial assistance.
4. I authorize the New Jersey Department of Law and Public Safety to verify any answer(s) contained herein through a search of its records, or records to which it has access, and to release the results of said research to the EDA.
5. I authorize the EDA to obtain such information including, but not limited

to, a credit bureau check as it may require, covering the applicant and/or its principals, stockholders and/or investors.

6. I authorize the EDA to provide information submitted to it by or on behalf of the applicant to any bank or State agency which might participate in the requested financing with the EDA.



I am Authorized Signer and I accept the terms and conditions.

Sources of Funds

Sources should include categories such as owner's equity, bank financing, and other government support.

Lockheed Martin Corporation secures funds by its ability to raise both debt and equity through various financial resources. Specific details are included in our Annual Report and Quarterly Filings, which can be found on our website under investor relations (SEC Filings) at: <http://phx.corporate-ir.net/phoenix.zhtml?c=83941&p=irol-IRHome>.

Required Attachments

- Application for Tax Clearance - See separate attachment
 - [Download Application for Tax Clearance - Division of Taxation](#) (Instructions: Please only complete the information above the dotted line on the application and sign and date at the bottom of the form.)
 - [Link to Treasury](#)
 - [P.L.2007, C.101](#)
- The Development Subsidy Job Goals Accountability Act See separate attachment

- [Application Addendum](#)
- [P.L.2007, C.200](#)
- Project Occupant Application (available at www.njeda.com/forms)
- Executed copy of the option agreement or contract (Land Acquisition) N/A
- Executed copy of lease (Land Acquisition) N/A
- Copies of permits (Existing Building Renovation or Addition) N/A
- Invoices, if any of the new equipment has been ordered or delivered (New Equipment/Machinery Purchase) N/A

Grow New Jersey Program

The purpose of this grant program is to encourage economic development and job creation and to preserve jobs that currently exist in New Jersey but are in danger of being relocated outside the state. Please submit the information below as attachments to the application and label each as an exhibit with the designated number listed below.

NO APPLICATION WILL BE PROCESSED IF ALL INFORMATION IS NOT SUBMITTED.

- [CEO Certification](#) See separate attachment
- A list of all the development subsidies that the applicant is requesting or receiving, the name of the granting body, the value of each development subsidy, and the aggregate value of all development subsidies requested or received. **Grow New Jersey Program as of the date of this application. Document to be signed and provided by appropriate Delegation of Authority Representative.**
- Description of how the green building standards to be set forth in the green building manual or addendum prepared by the Department of Community Affairs are to be incorporated into the proposed project including use of renewable energy, energy-efficient technology, and nonrenewable resources in order to reduce environmental degradation and encourage long-term cost reduction. – Section addressed in project write-up for building renovations

Lockheed Martin Corporation Application for Grow New Jersey Program - Application Reference Number: #204419

New Jersey Location – Data being collected

Material Factor: The provision of a grant from the Grow New Jersey Program must be a "material factor" in a company's decision to retain/relocate/expand operations in New Jersey.

N/A – See Cover Letter

Applicants must submit the following:

A. Evidence of alternative relocation plans such as an analysis of the cost effectiveness of remaining in this State versus relocation under alternative plans (e.g. Real Estate listings, Tax or other State/Local financial incentives offered to the applicant and Cost – Benefit Analysis, which may include cost per square foot, real estate tax, tax incentives, training incentives, labor costs, etc.) – N/A – See Cover Letter

B. Draft copy of lease or contract of sale, if applicable (applicants with 1,500+ retained employees) – N/A the property located at 199 Borton Landing Road, Moorestown, NJ 08057 is owned by Lockheed Martin Corporation.

C. A specific statement on the role the grant will play in the company's decision-making process to relocate in New Jersey. N/A – See Cover Letter

2. Additional Project Information

A. Project schedule that identifies projected move dates for each site. N/A

B. A schedule of short-term employment projections of the business in the State based upon the relocation. Employment projections are to remain consistent as of the date of this application.

C. The terms of any lease agreements or details of the purchase or building of the new business location. N/A

D. An estimate of the projected retained State tax revenues resulting from the relocation – It is estimated that for the 1,000 retained jobs approximately \$ [REDACTED] M in State tax revenues will be retained.

E. A description of the type of contribution the business can make to the long-term growth of the State's economy and a description of the potential impact on the State's economy if jobs are not retained, etc. See project description in the event of a loss of the AEGIS [REDACTED] contract by Lockheed Martin Corporation

F. A description of any capital investments made by the business at the new business location. N/A - See Capital Investment information provided earlier in the application. The property is an existing owned facility located at 199 Borton Landing Road, Moorestown, NJ 08057.

G. Applicants can designate different companies to receive the tax credit; however the recipients must be part of the applicant's "controlled group" approved by the EDA. Controlled group is defined pursuant to section 1563 of the Federal Internal Revenue Code of 1986, 26 U.S.C.A. § 1563. As such, all companies receiving the allocation must be part of the Project

Agreement thereby approved by the EDA. If applicable: [Lockheed Martin Corporation is to receive any tax credit for which it is eligible.](#)

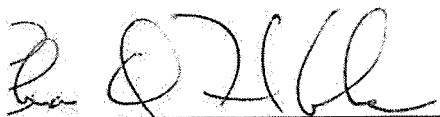
a. Attach a list noting the percentage (%) allocated to each member of the controlled group of corporations. [Lockheed Martin Corporation = 100%](#)

Verification of Proposal Information

1. "I certify under penalty of law that I have personally examined and am familiar with the information submitted in this document and all attachments and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. I understand that, in addition to criminal penalties, I may be liable for a civil administrative penalties and that submitting false information may be grounds for denial, revocation or termination of any program funds for which I may be seeking approval or now hold."

2. The certification in 1 above shall be signed by the Applicant's highest level authority as follows:

- i. For a corporation, by a Chief Executive Officer;
- ii. For a partnership or sole proprietorship, by a general partner or the proprietor, respectively.



(Signature and Title)

Charles O. Hubbs
(Name, please print)

02/14/12
(Date)

LOCKHEED MARTIN CORPORATION

Certificate of Assistant Secretary

I, Kathy Lista Allen, do hereby certify that I am a duly appointed, qualified and acting Assistant Secretary of LOCKHEED MARTIN CORPORATION, a Maryland corporation ("the Corporation"), whose office is located at 6801 Rockledge Drive, Bethesda, Maryland 20817, United States. I also certify that I am authorized to execute and deliver this certificate on behalf of the Corporation.

That the following resolution was duly adopted by the Board of Directors of the Corporation on March 15, 1995, as amended December 2, 1999, and September 25, 2003, and that such resolution remains in full force and effect and has not been amended or rescinded on the date of this Certificate.

RESOLVED, that the Chairman of the Board and Chief Executive Officer and the President (the "Executive Office") be, and each hereby is authorized, with the authority to delegate such authorizations, in writing, including the authority to redelegate such authorization with such limitations as considered appropriate, to take such action as necessary or advisable in conducting the business, operations and affairs of the Corporation; [subject to certain provisos not applicable]

Based on the authority granted in the foregoing resolution, a standing delegation of authority has been adopted by the Executive Office delegating authority to the Vice President and Treasurer to pursue Economic Development Opportunities and appears on the Corporation's Delegation of Authority dated October 10, 2011. Such delegation remains in full force and effect and has not been amended or rescinded as of the date of this Certificate.

I further certify that Kenneth R. Possenriede is the duly elected, qualified and acting Vice President and Treasurer of the Corporation. Pursuant to the authority granted to him by the Board of Directors and the Executive Office of the Corporation to redelegate his authority, and pursuant to a special delegation of authority dated February 6, 2012 John Casper is authorized and empowered with the authority to pursue certain Economic Development Opportunities, with the power to redelegate such authority, and to execute and deliver all instruments and documents, and to do all other such acts

and things, and take such further steps as may be necessary or advisable or convenient or proper in order to fully carry out the intent of such authority for the Corporation.

I further certify that John Casper, Vice President, Finance, Electronic Systems, pursuant to the authority granted to him by Kenneth R. Possenriede and pursuant to a special delegation of authority dated February 13, 2012, authorized and empowered Charles O. Hubbs with the authority to pursue certain Economic Development Opportunities, without the power to redelegate, and execute and deliver all instruments and documents, and to do all other such acts and things, and take such further steps as may be necessary or advisable or convenient or proper in order to fully carry out the intent of such authority for the Corporation.

WITNESS my signature and seal of the Corporation this 14th day of February, 2012.

LOCKHEED MARTIN CORPORATION

By:

A handwritten signature in cursive script, appearing to read "Kathy L. Allen", written over a horizontal line.

Kathy L. Allen
Assistant Secretary



Via [e-mail: pceppi@njeda.com](mailto:pceppi@njeda.com)

February 14, 2012

Mr. Paul Ceppi
Business Development Officer
New Jersey Economic Development Authority
36 West State Street
PO Box 990
Trenton, NJ 08625-0990

Re: Lockheed Martin Corporation Grow New Jersey Program Application

Dear Paul:

Lockheed Martin Corporation is pleased to present its application for review and consideration under the Grow New Jersey Program (the "Program"). As you step through the application, we would like to point out particular areas for your review and request that the information contained herein be considered highly proprietary and competition sensitive.

The Project can be briefly described as follows:

- a. It will be based at 199 Borton Landing Road, Moorestown, NJ;
- b. It is in support of the [REDACTED] proposal with the U.S. Navy;
- c. It will retain no less than 1,000 full time jobs; and
- d. It will provide a minimum of \$40 Million qualifying capital investment, pursuant to Program requirements, to be made no later than December of 2014.

It is expected that our approximate overall capital investment will be [REDACTED] Million while understanding that Program eligibility is capped at \$40 Million. These jobs and capital investment are associated with the specific Lockheed Martin Corporation "Business Unit" known as Mission Systems and Sensors ("MS2"). This MS2 Business Unit accounts for 3,988 full time jobs and a [REDACTED] Million per year payroll (as of February 7, 2012), out of the total Lockheed Martin Corporation and all subsidiaries/affiliates full time statewide employment of 5,536 and [REDACTED] Million per year payroll.

The benefits of the Program are instrumental to the MS2 Business Unit in Moorestown and if approved, the \$40 Million in tax credit economic incentives will be applied to the highly competitive [REDACTED]. Our original proposal was submitted to the U.S. Navy on [REDACTED], and it is fully expected that the U.S. Navy will further request a "Best and Final" in [REDACTED] of this year. The Department of Defense

and U.S. Navy have outlined strategies that increase the frequency and intensity of competition(s), and this [REDACTED] solicitation is the first, unprecedented competition conducted by the U.S. Navy for the role of [REDACTED] a position that MS2 has held since the inception of the AEGIS program 42 years ago. The [REDACTED] role is a ten year contract period and is the linchpin to a much larger multi-billion dollar AEGIS production and life cycle sustainment franchise.

MS2 has [REDACTED] that key competitors are actively engaged to break into the AEGIS franchise, with the [REDACTED] competition representing a "must-win" opportunity. With a [REDACTED] program loss at the Moorestown facility, MS2 projects a job loss of approximately [REDACTED] positions over the next eight (8) years. With an indirect and induced job multiplier applied, total job loss to the State is estimated at [REDACTED] positions.

With the magnitude of MS2's [REDACTED] proposal and the positive impact for New Jersey, we look forward to your review and the subsequent grant of the full amount of tax credits under the Program.

If you have any questions, please call me directly at 410-468-1016

Very truly yours,



Eric Murray
Manager, Economic Development

Enclosures:

1. Application for Grow New Jersey Program;
2. New Jersey Economic Development Authority Development Subsidy Job Goals Accountability Act Application Requirements;
3. Application for Tax Clearance — Business Assistance and Incentives;
4. Chief Executive Officer Certification; and
5. Lockheed Martin Corporation Certificate of Assistant Secretary (evidencing authorization to Charles Hubbs, Vice President, Finance and Business Management, MS2, to sign enclosed Grow New Jersey Program application).

cc: Charles Hubbs and Robert C. Regensburger — Lockheed Martin Corporation
Nicole M. Folks, Esq. — Kelliher & Salzer, LLC
Teresa Hawkins and Will Cox — Hickey & Associates, LLC

Lockheed Martin Corporation Application for Grow New Jersey Program -
Application Reference Number: #204419

Sources of Funds:

Sources should include categories such as owner's equity, bank financing, and other government support.

Lockheed Martin Corporation secures funds by its ability to raise both debt and equity through various financial resources. Specific details are included in our Annual Report and Quarterly Filings, which can be found on our website under investor relations (SEC Filings) at: Lockheedmartin.com or <http://phx.corporate-ir.net/phoenix.zhtml?c=83941&p=irol-IRHome>.

Required Attachments

- Application for Tax Clearance - See separate attachment
 - [Download Application for Tax Clearance - Division of Taxation](#)
(Instructions: Please only complete the information above the dotted line on the application and sign and date at the bottom of the form.)
 - [Link to Treasury](#)
 - [P.L.2007, C.101](#)
- The Development Subsidy Job Goals Accountability Act See separate attachment
 - [Application Addendum](#)
 - [P.L.2007, C.200](#)
- Project Occupant Application (available at www.njeda.com/forms)
- Executed copy of the option agreement or contract (Land Acquisition) N/A
- Executed copy of lease (Land Acquisition) N/A
- Copies of permits (Existing Building Renovation or Addition) N/A
- Invoices, if any of the new equipment has been ordered or delivered (New Equipment/Machinery Purchase) N/A

Grow New Jersey Program

The purpose of this grant program is to encourage economic development and job creation and to preserve jobs that currently exist in New Jersey but are in danger of being relocated outside the state. Please submit the information below as attachments to the application and label each as an exhibit with the designated number listed below.

NO APPLICATION WILL BE PROCESSED IF ALL INFORMATION IS NOT SUBMITTED.

- [CEO Certification](#) See separate attachment
- A list of all the development subsidies that the applicant is requesting or receiving, the name of the granting body, the value of each development subsidy, and the aggregate value of all development subsidies requested or received. **Grow New Jersey Program as of the date of this application. Document to be signed and provided by appropriate Delegation of Authority Representative.**
- Description of how the green building standards to be set forth in the green building manual or addendum prepared by the Department of Community Affairs are to be incorporated into the proposed project including use of renewable energy, energy-efficient technology, and nonrenewable resources in order to reduce environmental degradation and encourage long-term cost reduction. – Section addressed in project write-up for building renovations

Material Factor: The provision of a grant from the Grow New Jersey Program must be a "material factor" in a company's decision to retain/relocate/expand operations in New Jersey.

N/A – See Cover Letter

Applicants must submit the following:

A. Evidence of alternative relocation plans such as an analysis of the cost effectiveness of remaining in this State versus relocation under alternative plans (e.g. Real Estate listings, Tax or other State/Local financial incentives offered to the applicant and [Cost – Benefit Analysis](#), which may include cost per square foot, real estate tax, tax incentives, training incentives, labor costs, etc.) – [N/A – See Cover Letter](#)

B. Draft copy of lease or contract of sale, if applicable (applicants with 1,500+ retained employees) – [N/A the property located at 199 Borton Landing Road, Moorestown, NJ 08057 is owned by Lockheed Martin Corporation.](#)

C. A specific statement on the role the grant will play in the company's decision-making process to relocate in New Jersey. **N/A – See Cover Letter**

2. Additional Project Information

A. Project schedule that identifies projected move dates for each site. N/A

B. A schedule of short-term employment projections of the business in the State based upon the relocation. Employment projections are to remain consistent as of the date of this application.

C. The terms of any lease agreements or details of the purchase or building of the new business location. N/A

D. An estimate of the projected retained State tax revenues resulting from the relocation – It is estimated that for the 1,000 retained jobs approximately \$ [REDACTED] in State tax revenues will be retained.

E. A description of the type of contribution the business can make to the long-term growth of the State's economy and a description of the potential impact on the State's economy if jobs are not retained, etc. See project description in the event of a loss of the AEGIS Combat System Engineering Agent (CSEA) contract by Lockheed Martin Corporation

F. A description of any capital investments made by the business at the new business location. N/A - See Capital Investment information provided earlier in the application. The property is an existing owned facility located at 199 Borton Landing Road, Moorestown, NJ 08057.

G. Applicants can designate different companies to receive the tax credit; however the recipients must be part of the applicant's "controlled group" approved by the EDA. Controlled group is defined pursuant to section 1563 of the Federal Internal Revenue Code of 1986, 26 U.S.C.A. § 1563. As such, all companies receiving the allocation must be part of the Project Agreement thereby approved by the EDA. If applicable: Lockheed Martin Corporation is to receive any tax credit for which it is eligible.

a. Attach a list noting the percentage (%) allocated to each member of the controlled group of corporations. Lockheed Martin Corporation = 100%

**CEO Certification
GROW NJ
FOR CITIES THAT ARE A GARDEN STATE GROWTH ZONE THAT
QUALIFIES UNDER THE MUNICIPAL REHABILITATION AND
ECONOMIC RECOVERY ACT**

1. I, the undersigned, certify that the provision of the tax credits under the program is a material factor in the business decision to make a capital investment and locate in Camden.
2. I, the undersigned, certify under penalty of law that the representations contained herein are accurate; that I am familiar with the information submitted in this document, including all attachments, and have personally exercised an appropriate degree of due diligence to reasonably ensure that the information contained in this document, and all attachments are true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. I understand that, in addition to criminal penalties, I may be liable for civil administrative penalties and that submitting false information or submitting materially inaccurate information may be grounds for denial, revocation or termination of any award of tax credits for which I may be seeking approval or now hold.
3. I, the undersigned, acknowledge that if the company's award is greater than \$4 million annually, the company will be required to remit to the NJEDA an approval fee equal to $\frac{1}{2}$ of 1% of the amount of the incentive award amount, up to the maximum of \$500,000, by the first of the month prior to the NJEDA Board meeting in which the request will be submitted for approval. Failure to submit this fee in the time frame outlined above will result in the company's request for approval not moving forward to the NJEDA Board. Upon satisfactory completion of the entire review process, and if the award will be proposed in amount greater than \$4 million annually, no earlier than 10 days prior to the first of the month, I will be notified by a representative of the NJEDA of the projected NJEDA Board meeting date and the exact amount of the approval fee to facilitate this remittance.

The approval fee will be held in escrow by the NJEDA pending approval of the award by the NJEDA Board. If, for any reason, the NJEDA Board does not approve the award, or the Governor vetoes the minutes of the NJEDA meeting and the approval is denied, the NJEDA will return the entire approval fee to the company within ten (10) business days.

4. The certifications above shall be signed by the Applicant's highest level authority as follows:

- i. For a corporation, by the Chief Executive Officer;
- ii. For a partnership, by the managing general partner.

Lockheed Martin Corporation

By: Marilyn A. Hewson
(Signature)

Chairman, President and Chief Executive Officer

(Title)

Marillyn A. Hewson

(Name, please print)

November 4, 2014
(Date)



Via e-mail: pceppilikjeda.com

July 10, 2014

Mr. Paul Ceppi
Business Development Officer
New Jersey Economic Development Authority
36 West State Street
PO Box 990
Trenton, NJ 08625-0990

Re: Lockheed Martin Corporation Grow New Jersey Program Application

Dear Paul:

Lockheed Martin Corporation is pleased to present its application for review and consideration under the Grow New Jersey Program (the "Program"). As you step through the application, we would like to point out particular areas for your review and request that the information contained herein be considered highly proprietary and competition sensitive.

The project can be briefly described as follows:

- a. It will be primarily based at 11 Federal Street, Camden, NJ including additional future locations accommodating engineering, development, testing and prototyping equipment;
- b. It is in support of design through product life support of Aegis product line upgrades (the "Project");
- c. It will include the retention and relocation of 250 full time jobs from within New Jersey; and
- d. It may provide for up to [REDACTED] Million qualifying capital investment, pursuant to Program requirements, to be made no later than September of 2018.

The jobs and capital investment are associated with the specific Lockheed Martin Corporation "Business Unit" known as Mission Systems and Training ("MST"). This MST Business Unit accounts for 3,467 full time jobs and a [REDACTED] Million per year payroll (as of June 24, 2014), out of the total Lockheed Martin Corporation and all subsidiaries/affiliates full time statewide employment of 4,419 and [REDACTED] Million per year payroll.

The benefits of the Program are instrumental to the MST Business Unit in New Jersey and, if approved, the [REDACTED] Million in tax credit economic incentives will [REDACTED] to the U.S. Government Defense customer(s).

With the magnitude of MST's proposal and the positive impact for both Camden and throughout New Jersey, we look forward to your review and the subsequent grant of the full amount of tax credits under the Program.

If you have any questions, please call me directly at 410-468-1016.

Very truly yours,

Eric Murray
Manager, Economic Development

Enclosures:

1. Application for Grow New Jersey Program;
2. New Jersey Economic Development Authority Development Subsidy Job Goals Accountability Act Application Requirements;
3. Current Tax Clearance Certificate — Business Assistance and Incentives;
4. Site Map of the proposed Camden, NJ location;
5. Additional Grow NJ Application Questions;
6. Affirmative Action and Prevailing Wage document;
7. Chief Executive Officer Certification; and
8. Lockheed Martin Corporation Certificate of Assistant Secretary (evidencing authorization to Charles Hubbs, Vice President, to sign enclosed Grow New Jersey Program application).

cc: Charles Hubbs and Robert C. Regensburger — Lockheed Martin Corporation
Nicole M. Folks, Esq. — Kelliher & Salzer, LLC



STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION
PO BOX 272
TRENTON, NJ 08695-0272

March 11, 2014

LOCKHEED MARTIN CORPORATION
199 Borton Landing Road
Moorestown, NJ 08057

BUSINESS ASSISTANCE OR INCENTIVE
CLEARANCE CERTIFICATE

Re: New Jersey Board of Public Utilities
ID No. XXX-XXX-632/000

The Director of the Division of Taxation, in accordance with Chapter 101, Laws of N.J. 2007, has reviewed the records of the above Applicant for Business Assistance or Incentive from your agency. This review shows that the Applicant is in compliance with this act.

This certificate indicates the Division of Taxation has no objections to the issuance of said Assistance or Incentive. This certificate does not constitute a waiver of authority to demand resolution of any other deficiencies and delinquencies and shall not prevent further audit or the assessment of additional taxes, penalties, interest or fees as may be provided by law.

This certificate is valid for 180 days from the date of issuance.

A handwritten signature in black ink, appearing to read "Michael J. Bryan".

e . Bryan
Director

**New Jersey Economic Development Authority
The Development Subsidy Job Goals Accountability Act
Application Requirements**

P# 206788

Applicant Name Lockheed Marlin Corporation

Start Date: () Meer 2014 End Date:

September 2018

1) Name of Chief Officer

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If applicable, name of Chief Officer of parent company Same

2) If receiving or requesting subsidies from other State agencies, please list them below with the amount of the subsidy:

State Agency	Name of Subsidy P r o f f a m	Requested/Approved	Amount
W Eczmornic Development Authority	Grew NOV Jersey Program	Requested	
			Total:

3) Number of Employees:

	Full Time	Part Time	Temporary	Average/ Anticipated Average Annual Wage and Benefit Rate	Number Provided with Health Care Benefits	Number Represented by Collective Bargaining Agreement
At application	Collected in EDA applicatio	Collected in EDA applicatio	N/A		An Fit NW* ICC* S1	I S05 as of 6/24/14
Retained as result of	250	subsidy N/A	N/A		N/A	N A
New jobs created at project site as a result of the subsidy	Collected in EDA application	Collected in EDA applicatio n	N/A	N/A	N/A	t-J; A

4) The average total number of individuals employed in New Jersey during the calendar year preceding the submission of the application by the applicant's corporate parent and all subsidiaries thereof:

Full time 4.755 Part time NM Temporary N/A

5) Will the development subsidy reduce employment at any other site controlled by the applicant or its corporate parent, inside New Jersey, resulting from automation, merger, acquisition, corporate restructuring or other business activity? Please explain:

The 250 employees to be relocated to Camden, NJ will come from multiple locations within New Jersey. The exact sites are under review and pending as of the date of this application.

6) Will the project involve the relocation of work from another address? If so, provide the number of jobs to be relocated and the address from which they are to be relocated. Please explain:

Same as #5.

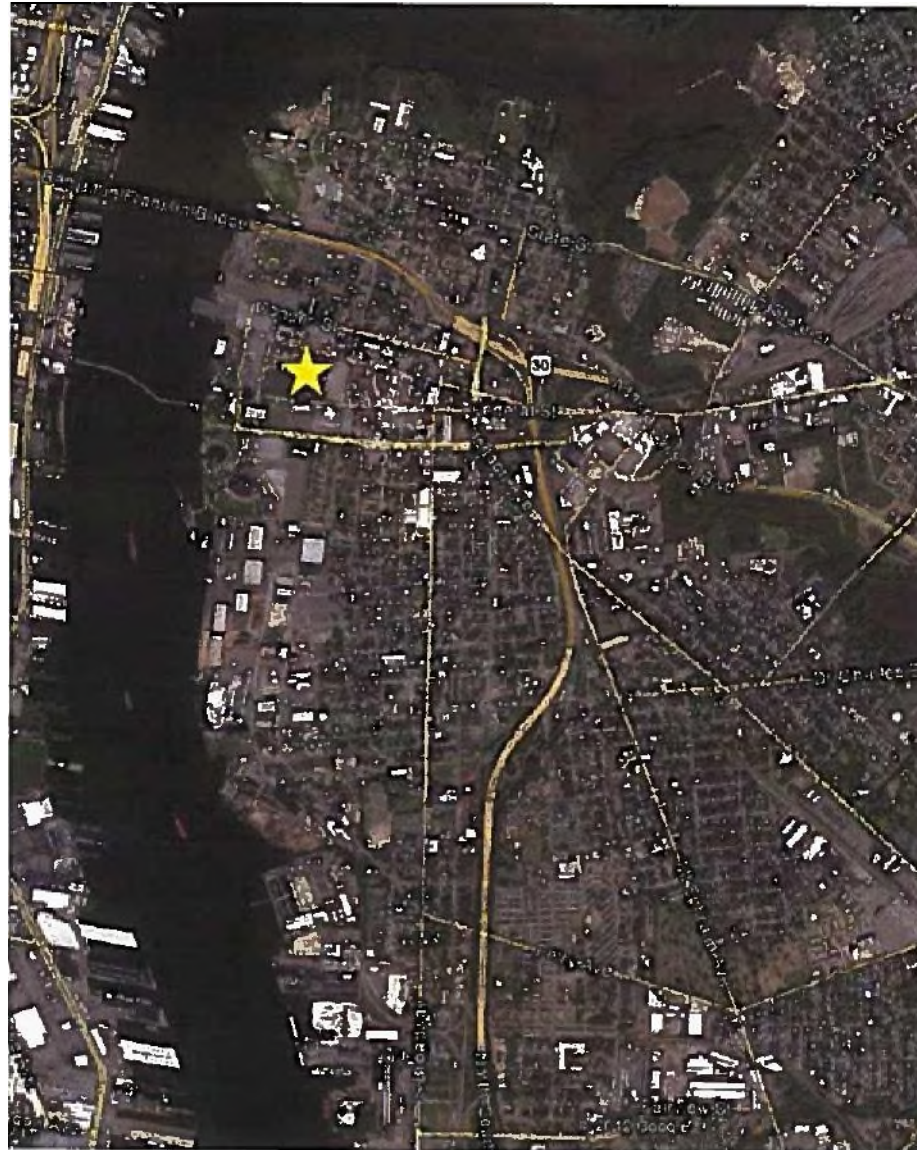
Charles O Huhas Vice President (Chief Officer or authorized representative), certify that the information provided is correct and meets the requirements of the Development Subsidy Job Goals Accountability Act. (http://www.njleg.state.nj.us/2006/13ills/PL07/200_.PDF)



Signature

iro •TtiLI 20)1
Date

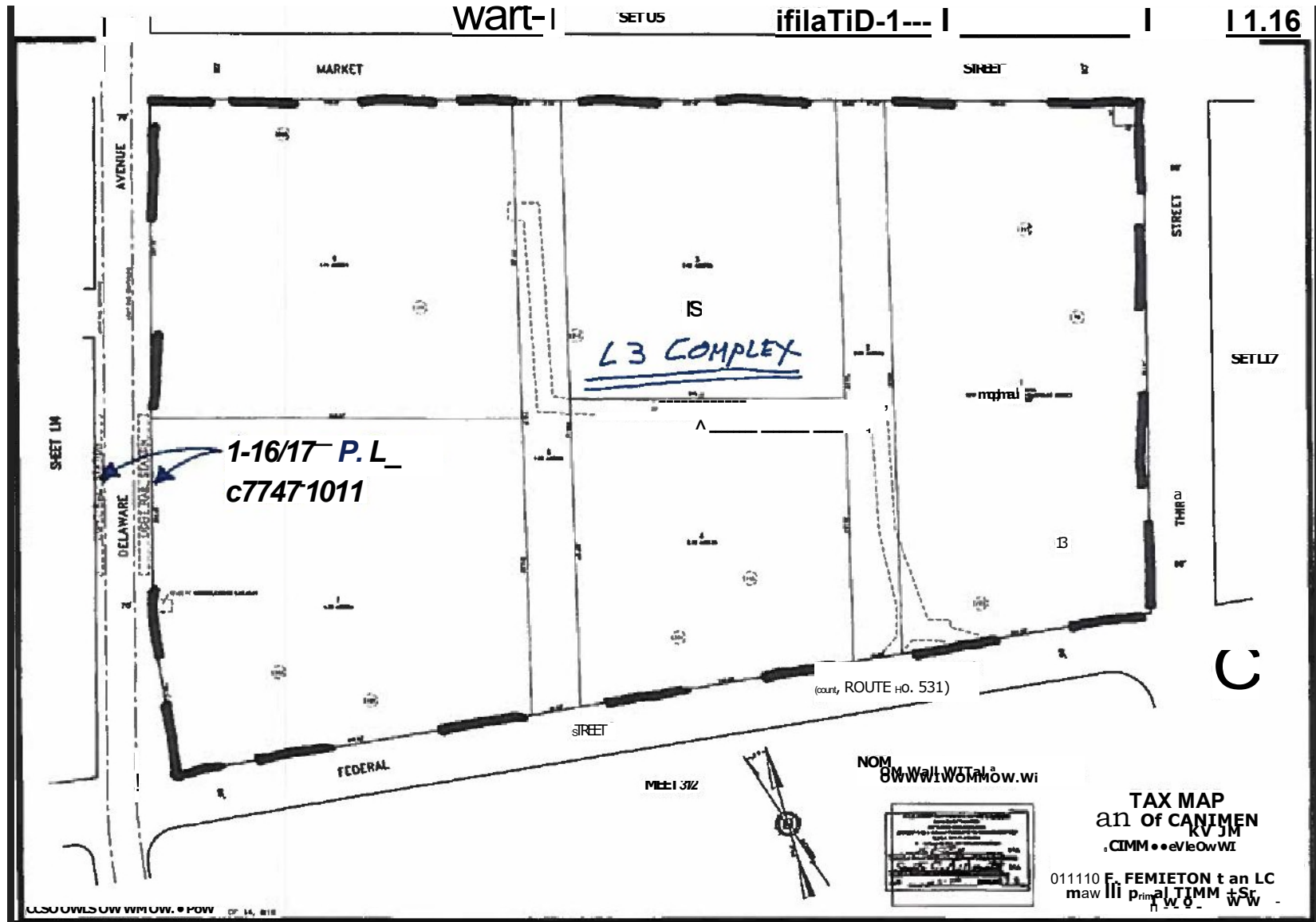
SITE MAP
NJ EDA Complex, Camden NJ
(1-3 Building located at 11 Federal Street, Camden New Jersey)



**NJ EDA Complex, Camden NJ — Current Configuration
(L-3 Building located at 11 Federal Street, Camden New Jersey)**



SITE MAP
NJ EDA Complex, Camden NJ
(L-3 Building located at 11 Federal Street, Camden New Jersey)



**CEO Certification
GROW NJ
FOR CITIES THAT ARE A GARDEN STATE GROWTH ZONE THAT
QUALIFIES UNDER THE MUNICIPAL REHABILITATION AND
ECONOMIC' RECOVERY ACT**

1. I, the undersigned, certify that the provision of the tax credits under the program is a material factor in the business decision to make a capital investment and locate in Camden.

- 2 1, the undersigned, certify under penalty of law that the representations contained herein are accurate; that I am familiar with the information submitted in this document, including all attachments, and have personally exercised an appropriate degree of due diligence to reasonably ensure that the information contained in this document, and all attachments are true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. I understand that, in addition to criminal penalties, I may be liable for civil administrative penalties and that submitting false information or submitting materially inaccurate information may be grounds for denial, revocation or termination of any award of tax credits for which I may be seeking approval or now hold

3. 1, the undersigned, acknowledge that if the company's award is greater than \$4 million annually, the company will be required to remit to the NJEDA an approval fee equal to th of 1% of the amount of the incentive award amount, up to the maximum of \$500,000, by the first of the month prior to the NJEDA Board meeting in which the request will be submitted for approval. Failure to submit this fee in the time frame outlined above will result in the company's request for approval not moving forward to the NJEDA Board. Upon satisfactory completion of the entire review process, and if the award will be proposed in amount greater than \$4 million annually, no earlier than 10 days prior to the first of the month, twill be notified by a representative of the NJEDA of the projected NJEDA Board meeting date and the exact amount of the approval fee to facilitate this remittance.

The approval fee will be held in escrow by the NJEDA pending approval of the award by the NJEDA Board. If, for any reason, the NJEDA Board does not approve the award, or the Governor vetoes the minutes of the NJEDA meeting and the approval is denied, the NJEDA will return the entire approval fee to the company within ten (10) business days.

4. The certifications above shall be signed by the Applicant's highest level authority as follows:

- i. For a corporation, by the Chief Executive Officer,
- ii. For a partnership, by the managing general partner.

L

By: 
(Signature)

Vice President
(Title)

Charles O. Hubbs

(Name, please print)

10/10/2017
(Date)

LOCKHEED MARTIN CORPORATION

Certificate of Assistant Secretary

1, Kathy Lista Allen, do hereby certify that I am a duly appointed, qualified and acting Assistant Secretary of LOCKHEED MARTIN CORPORATION., a Maryland corporation (the "*Corporation*"), whose office is located at 5801 Rockledge Drive, Bethesda, Maryland 20817, United States. I also certify that I am authorized to execute and deliver this certificate on behalf of the Corporation. I further certify that;

That the following resolution was duly adopted by the Board of Directors of the Corporation on March 15, 1995, as amended December 2, 1999, September 25, 2003, and October 25, 2013, and that such resolution remains in full force and effect and has not been amended or rescinded on the date of this Certificate:

RESOLVED, that the Chairman of the Board and Chief Executive Officer and the President (the "*Executive Office*") be, and each hereby is authorized, with the authority to delegate such authorizations, in writing, including the authority to redelegate such authorization with such limitations as considered appropriate, to take such action as necessary or advisable in conducting the business, operations and affairs of the Corporation;

Based on the authority granted in the foregoing resolution, a standing delegation of authority has been adopted by the Executive Office delegating authority to the Vice President and Treasurer to pursue Economic Development Opportunities and appears on the Corporation's Delegation of Authority dated February 3, 2014. Such delegation remains in full force and effect and has not been amended or rescinded as of the date of this Certificate.

I further certify that Kenneth R. Possenriede is the duly elected, qualified and acting Vice President and Treasurer of the Corporation. Pursuant to the authority granted to him by the Board of Directors and the Executive Office of the Corporation to redelegate his authority, and pursuant to a special delegation of authority dated July 8, 2014, Charles O. Hubbs is authorized and empowered with the authority to pursue certain Economic Development Opportunities, with the power to redelegate such authority, and to execute and deliver all instruments and documents, and to do all other such acts and things, and take such further steps as may be necessary or advisable or convenient or proper in order to fully carry out the intent of such authority for the Corporation.

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**GROW NJ ASSISTANCE PROGRAM
ADDITIONAL APPLICATION QUESTIONS**

Directions: Answer all the questions listed below and attach to the project on-line application. For definitions of terms, see the Definitions listed at the bottom of the Grown NJ product page on NJEDA's website, or visit the following address:
<http://www.njeda.com/web/pdf/GrowNLIDefinitions.pdf>.

Lockheed Martin Corporation's responses are provided below in blue.

- 1) Is the project going to generate at least 50% of electricity needs via solar? NO**
- 2) Is the project on an industrial premises and will the project be for industrial use? The project is proposed to be located partially in a mix of office and manufacturing space and may have a portion of the project located in an industrial zone at some future date which is subject to future needs.**
- 3) To what LEED Standard will the project be built? TBD based upon final designs and specifications**
- 4) Is the project located in a mixed use development that incorporates sufficient moderate income housing to accommodate at least 20% of the full-time employees of the business? NO**
- 5) Is the project a marine terminal development? NO**
- 6) Is the project a Mega Project? Yes**
- 7) Is the applicant a United States headquarters of an automobile manufacturer, retaining at least 400 jobs, and located in the municipality in which it was located immediately prior to the filing this application? NO**
- 8) Is the project a Qualified Incubator Facility? NO**
- 9) Is the project in one of the following Targeted Industries? If yes, which one? Transportation, Manufacturing, Defense, Energy, Logistics, Life Sciences, Technology, Health, or Finance, excluding a primarily warehouse or distribution business. Yes, Defense**
- 10) Is the project a Tourism Destination Project? NO**
- 11) Is the project a Transit Oriented Development? NO**

NEW JERSEY ECONOMIC DEVELOPMENT
AUTHORITY INTERNAL PROCESS MANAGEMENT
DEPARTMENT OFFICE OF AFFIRMATIVE ACTION
NJEDA WEB www.niedatamlarfirmativeaction
NJEDA EMAIL armilys.Edirankriasato
NJ EDA PHONE (973) 855-3447

NOTICE REGARDING AFFIRMATIVE ACTION/PREVAILING
WAGE AND GREEN BUILDING REQUIREMENTS

FOR INTERNAL USE ONLI
PROJECT NAME:
PROJECT NUMBER

THIS PROJECT MAY BE SUBJECT TO NJEDA AFFIRMATIVE ACTION/PREVAILING WAGE AND GREEN BUILDING REQUIREMENTS.
THE TERM CONSTRUCTION INCLUDES ANY CONSTRUCTION, RECONSTRUCTION, DEMOLITION, ALTERATION, REPAIR WORK,
RENOVATION, OR CONSTRUCTION/RENOVATION WORK RELATED TO THE INSTALLATION OF EQUIPMENT. IN ADDITION, IF THIS
PROJECT IS AN INCENTIVE PROJECT IT MAY BE SUBJECT TO GREEN BUILDING REQUIREMENTS. WE ENCOURAGE YOU TO VISIT
www.nieda.com/aMrmetiveaction AND www.nieda.conitg TO LEARN MORE ABOUT THESE REQUIREMENTS. PLEASE CONTACT YOUR BUSINESS
DEVELOPMENT OFFICER SHOULD YOU HAVE ANY QUESTIONS OR CONCERNS.

TYPE OF ASSISTANCE APPLIED FOR

~~Crow New Jersey~~

AMOUNT

APPLICANT CONTACT INFORMATION, INCLUDING EMAIL
AND MAILING ADDRESS

Lockheed Martin Corporation
Aim: Eric Murray. Manager Economic Development
100 S. Charles Street, Ste 1400
Baltimore, MD 21201
email : cric.d.murray@llmco.com

COMPLETE AND RETURN THIS FORM WITH THE APPLICATION

CONTACT PERSON FOR AA/PW:

NAME Danielle Shah, Sr Finance Manager

ADDRESS: Lockheed Martin Corporation
Attn Danielle Shah, Sr Finance Manager
199 Horton Landing Road CM/S 127-201)
Moorestown, NJ 08037

PHONE NUMBER 856-722-2082

EMAIL ADDRESS danielleshah@lmeo.com

CHECK WHICH STATEMENTS APPLY AND COMPLETE DATES :

☒ DATE CONSTRUCTION IS EXPECTED TO BEGIN (01/1/14) ☐ DATE CONSTRUCTION STARTED

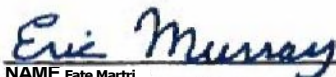
☒ SIGNED CONSTRUCTION CONTRACT WHICH INCLUDES NJEDA AA/PW REQUIRED LANGUAGE ☐ THIS PROJECT DOES NOT INCLUDE CONSTRUCTION.

☒ ESTIMATED % OF TOTAL CONSTRUCTION JOBS 25

OTHER NONE OF THE BOXES ABOVE APPLY BECAUSE (EXAMPLES OF EXPLANATIONS MAY INCLUDE 1) HAVE NOT SELECTED A GENERAL CONTRACTOR. OR 2) HAVE NOT SELECTED A LOCATION)

Please be advised that a general contractor has not been selected and location considerations are subject to future negotiations and the NJEDA pending application for assistance.

(Please provide signature below)



NAME Eric Murray

TITLE Mortar Ecocetic Developer

MAILING ADDRESS 1 PO BOX 990 1 TRENTON, NJ 08525.0990

36 WEST STATE STREET 1 TRENTON, NJ 08525 1609 858-6700 1 e-mail: nitaranitsaom@jintotnitcam

Revised 10/23/13

Location Info: 11 Federal St, CAMDEN, NJ, 08105

County: CAMDEN

Municipality: CAMDEN CITY

Base Grant Contributions

- ✓ GSGZ
- ✓ Mega Project Eligible
- ✗ Urban Transit Hub Municipality
- ✓ Distressed Municipality
- ✗ Priority Area
- ✗ Other Eligible Area

Other Contributing Factors

- ✗ Area in Need of Redevelopment
- ✗ Area in Need of Rehabilitation
- ✗ Aviation District
- ✗ CHOICE Neighborhood
- ✓ Deep Poverty Pocket
- ✗ Federal Military Base Closure and Realignment Commission (BRAC) Land
- ✗ Highlands Development Credit Receiving Area or Redevelopment Area
- ✗ Located in an area in need of redevelopment located within 1/4 mile of at least two NJ State highways
- ✓ Located in Atlantic, Burlington, Camden, Cape May, Cumberland, Gloucester, Ocean or Salem Counties with a 2007 Municipality Revitalization Index Greater than 465
- ✗ Located within 1/2 mile of a light rail station constructed after 9/18/13
- ✗ Meadowlands
- ✗ Pinelands Regional Growth Area, town, Village or Federal Military Installation
- ✓ Port District
- ✓ Qualified Incentive Area
- ✗ Sports and Exposition Land in Hackensack Meadowlands District

State Plan - Planning Area: METROPOLITAN

- ✓ State Plan - Designated Center
- ✗ State Plan - Growth Center

Disclaimer: The final award determination will be made by New Jersey Economic Development Authority (NJEDA) in an independent review and at NJEDA's sole discretion based upon geographic and non-geographic criteria.



STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION
PO BOX 272
TRENTON, NJ 08695-0272

September 22, 2014

LOCKHEED MARTIN CORPORATION
199 BORTON LANDING RD
MOORESTOWN NJ 08057

BUSINESS ASSISTANCE OR INCENTIVE
CLEARANCE CERTIFICATE

Re: New Jersey Economic Development Authority
ID No. XXX-XXX-632/000

The Director of the Division of Taxation, in accordance with Chapter 101, Laws of N.J. 2007, has reviewed the records of the above Applicant for Business Assistance or Incentive from your agency. This review shows that the Applicant is in compliance with this act.

This certificate indicates the Division of Taxation has no objections to the issuance of said Assistance or Incentive. This certificate does not constitute a waiver of authority to demand resolution of any other deficiencies and delinquencies and shall not prevent further audit or the assessment of additional taxes, penalties, interest or fees as may be provided by law.

This certificate is valid for 180 days from the date of issuance.

A handwritten signature in black ink, appearing to read 'Michael J. Bryan'.

Michael J. Bryan
Michael J. Bryan
Director



CHRIS CHRISTIE
GOVERNOR

STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION
PO BOX 272
TRENTON, NJ 08695-0272

ANDREW P. SIDAMON-ERISTOFF
STATE TREASURER

KIM GUADAGNO
LT. GOVERNOR

May 18, 2012

Lockheed Martin Corporation
199 Borton Landing Road
Moorestown, NJ 08057

BUSINESS ASSISTANCE OR INCENTIVE
CLEARANCE CERTIFICATE

Re: New Jersey Economic Development Authority
ID No. XXX-XXX-632/000

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This certificate is valid for 90 days from the date of issuance.

A handwritten signature in black ink, appearing to read "Michael J. Bryan".

Michael J. Bryan
Michael J. Bryan
Acting Director



STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION
PO BOX 272
TRENTON, NJ 08695-0272

February 9, 2016

LOCKHEED MARTIN CORPORATION
199 BORTON LANDING ROAD
MOORESTOWN NJ 08057
ATTN: MARK CHIANESE MAIL STOP 127-227

BUSINESS ASSISTANCE OR INCENTIVE
CLEARANCE CERTIFICATE

Re: New Jersey Economic Development Authority
ID No. XXX-XXX-632/000

The Director of the Division of Taxation, in accordance with Chapter 101, Laws of N.J. 2007, has reviewed the records of the above Applicant for Business Assistance or Incentive from your agency. This review shows that the Applicant is in compliance with this act.

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This certificate is valid for 180 days from the date of issuance.

A handwritten signature in black ink, appearing to read "John J. Fierra", written over a horizontal line.

John J. Fierra
Acting Director



STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION
PO BOX 272
TRENTON, NJ 08695-0272

August 17, 2015

LOCKHEED MARTIN CORPORATION
199 BORTON LANDING ROAD
MOORESTOWN NJ 08057
ATTN: MARK CHIANESE MAIL STOP 127-227

BUSINESS ASSISTANCE OR INCENTIVE
CLEARANCE CERTIFICATE

Re: New Jersey Economic Development Authority
ID No. XXX-XXX-632/000

The Director of the Division of Taxation, in accordance with Chapter 101, Laws of N.J. 2007, has reviewed the records of the above Applicant for Business Assistance or Incentive from your agency. This review shows that the Applicant is in compliance with this act.

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This certificate is valid for 180 days from the date of issuance.

A handwritten signature in cursive script that reads "Dennis Shilling".

Dennis Shilling
Acting Director



STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION
PO BOX 272
TRENTON, NJ 08695-0272

September 22, 2014

LOCKHEED MARTIN CORPORATION
199 BORTON LANDING RD
MOORESTOWN NJ 08057

BUSINESS ASSISTANCE OR INCENTIVE
CLEARANCE CERTIFICATE

Re: New Jersey Economic Development Authority
ID No. XXX-XXX-632/000

The Director of the Division of Taxation, in accordance with Chapter 101, Laws of N.J. 2007, has reviewed the records of the above Applicant for Business Assistance or Incentive from your agency. This review shows that the Applicant is in compliance with this act.

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This certificate is valid for 180 days from the date of issuance.

A handwritten signature in black ink, appearing to read "Michael J. Bryan".

Michael J. Bryan
Michael J. Bryan
Director



STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION
PO BOX 272
TRENTON, NJ 08645-0272

BPU
Programs-
not EDA

March 11, 2014

LOCKHEED MARTIN CORPORATION
199 Borton Landing Road
Moorestown, NJ 08057

**BUSINESS ASSISTANCE OR INCENTIVE
CLEARANCE CERTIFICATE**

Re: New Jersey Board of Public Utilities
ID No. XXX-XXX-632/000

The Director of the Division of Taxation, in accordance with Chapter 101, Laws of N.J. 2007, has reviewed the records of the above Applicant for Business Assistance or Incentive from your agency. This review shows that the Applicant is in compliance with this act.

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~~Michael J. Bryan~~
Michael J. Bryan
Director