

## **Joinder Agreement**

Reference is hereby made to that Fee-in-lieu of Tax Agreement effective December 7, 2021 (the “Fee Agreement”), between Greenville County, South Carolina (“County”) and Fox Hill Greenville LLC; subsequently the Fee Agreement was assigned by Fox Hill Greenville LLC to its Affiliate, 200 Francis Marion Way LLC (“Sponsor”).

### **1. Execution of Joinder to Fee Agreement.**

The undersigned International Vitamin Corporation, a Delaware corporation (“IVC”) hereby joins as a party to the Fee Agreement for the limited purpose of being designated as a Sponsor Affiliate by the Sponsor so that eligible real and personal property owned by the Sponsor Affiliate may qualify under the Act for the incentives offered pursuant to the Fee Agreement. The parties agree that IVC shall have no further liability or obligation under the Fee Agreement. The Sponsor represents and warrants to IVC that (i) in accordance with Section 5.13 of the Fee Agreement, IVC has been designated as a Sponsor Affiliate by the Sponsor for purposes of the Project (defined in the Fee Agreement), and such designation has been consented to by the County pursuant to a Resolution adopted by the County on December 6, 2022; (ii) IVC qualifies or will qualify as a Sponsor Affiliate under the Fee Agreement and Section 12-44-30(20) and Section 12-44-130 of the Act; and (iii) IVC shall have all of the rights of a Sponsor Affiliate as set forth in the Fee Agreement.

The Sponsor (a) agrees to be responsible for all repayment obligations that arise pursuant to the Fee Agreement, unless otherwise agreed to through a separate agreement in writing by and between the Sponsor and IVC; and (b) agrees to indemnify IVC against all claims brought against it arising from the Fee Agreement, provided that the claim is not a result of IVC’s own negligence, bad faith, fraud, deceit, or willful misconduct.

### **2. Consent to Joinder to Amended Fee Agreement.**

Sponsor hereby gives its written consent to the addition of IVC as a Sponsor Affiliate under the Fee Agreement for the limited purpose set forth above as of the date set forth below.

### **3. Approval of Sponsor Affiliate.**

The County, by that resolution adopted December 6, 2022, and its written consent hereto approves the designation of IVC as a Sponsor Affiliate under the Fee Agreement.

### **4. Capitalized Terms.**

All capitalized terms used but not defined in this Joinder Agreement shall have the meanings set forth in the Fee Agreement.

### **5. Governing Law.**

This Joinder Agreement shall be governed by and construed in accordance with the laws of the State of South Carolina, without regard to principles of choice of law.

**[SIGNATURES APPEAR ON FOLLOWING PAGES]**

IN WITNESS WHEREOF, the undersigned has executed this Joinder Agreement to be effective as of the date set forth below.

**INTERNATIONAL VITAMIN CORPORATION, as Sponsor Affiliate**

\_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

\_\_\_\_\_  
Date

IN WITNESS WHEREOF, the undersigned provide written consent to the addition of the above-named entity becoming a Sponsor Affiliate under the Fee Agreement effective as of the date set forth below.

**200 FRANCIS MARION WAY LLC, as Sponsor**

\_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

\_\_\_\_\_  
Date

IN WITNESS WHEREOF, the undersigned provide written consent to the addition of the above-named entity becoming a Sponsor Affiliate under the Fee Agreement effective as of the date set forth below.

**GREENVILLE COUNTY, SOUTH CAROLINA**

\_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

\_\_\_\_\_  
Date