

## AMENDMENT TO TERM SHEET

This Amendment to Term Sheet ("Amendment") made the <sup>5<sup>th</sup></sup> day of December, 2018, by and between City of Milwaukee ("City") and Komatsu Mining Corp. ("Company") each of which may be referred to as a "Party," and together as the "Parties."

WHEREAS, the Parties entered into a Term Sheet (the "Term Sheet") dated as of September 26, 2018, regarding a Project (as defined in the Term Sheet);

WHEREAS, a part of the Term Sheet described a proposed Riverwalk to be constructed upon the City Site and the Solvay Coke Site (as defined in the Term Sheet); and

WHEREAS, the Parties have now finalized the size and location of the Riverwalk for the Project and wish to incorporate that final description of the Riverwalk into the Term Sheet.

NOW THEREFORE, the Parties agree:

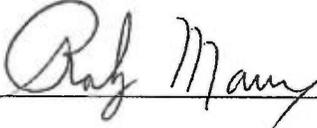
1. Capitalized Terms. Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the Term Sheet.
2. Amendment. The Term Sheet section entitled "Riverwalk" shall be amended by deleting the first two bulleted paragraphs, and substituting the following in their place:
  - o The City will reserve and retain ownership from the City Site a strip of land along the eastern edge of the City Site along the Kinnickinnic River of variable width, as set forth in Exhibit A hereto, entitled "Exhibit A Riverwalk," which shall be retained by the City for purposes of construction of a public Riverwalk. Notwithstanding the foregoing, the width around the parcel located at 401 R East Greenfield Avenue, Milwaukee, WI (Tax Key No. 46399940000), shall be 8 feet wide and if a bridge is not constructed over the Carferry strip located on the Solvay Coke Site, the width around such area shall be 8 feet wide after the portion thereof is filled in by Wisconsin Gas LLC ("WE Energies"). If a bridge is constructed over the Carferry strip, there shall be no Riverwalk around the Carferry strip.
  - o City will accept an easement from WE Energies for the use of a strip of land along the eastern and southern edges of the Solvay Coke Site of variable width, as set forth in Exhibit A hereto, for purposes of construction of a public Riverwalk.
3. Exhibit. Exhibit A attached hereto shall constitute the "Exhibit A Riverwalk" referenced in the amended provision to the Term Sheet.
4. Miscellaneous.
  - a. Except as specifically amended by this Amendment, the Term Sheet shall remain in full force and effect in accordance with its terms.

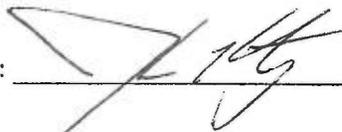
- b. In the event of any inconsistency or conflict between the Term Sheet and this Amendment, the terms, conditions and provisions of this Amendment shall govern and control.
- c. This Amendment may be executed in counterparts, each of which when executed and delivered shall be deemed to be an original, and all of which when taken together shall constitute but one and the same instrument. The exchange of copies of this Amendment and of signature pages hereto by electronic or facsimile transmission shall constitute effective execution and delivery of this Amendment as to the Parties hereto and may be used in lieu of the original Amendment for all purposes. Signatures of the Parties transmitted by electronic mail or facsimile shall be deemed to be their original signatures for all purposes in connection with this Amendment.

IN WITNESS WHEREOF, the Parties have executed this Amendment the date set forth above.

CITY OF MILWAUKEE

KOMATSU MINING CORP.

By: 

By: 

Title: COMMISSIONER,  
DEPT. OF CITY DEVELOPMENT

Title: PRESIDENT, SURFACE MINING

EXHIBIT A  
TO  
AMENDMENT TO TERM SHEET  
BY AND BETWEEN  
CITY OF MILWAUKEE  
AND  
KOMATSU MINING CORP.



**Harwood Engineering Consultants**  
 255 North 21st Street, Milwaukee, WI 53233  
 P 414.475.5554 www.hec.com

Consultants:

Project:  
**South Harbor Development**



Location:  
 Milwaukee, WI

Sheet:  
**Property Exhibit**  
 Pathway Outlot Areas

Scale: 1" = 120'



Revisions:

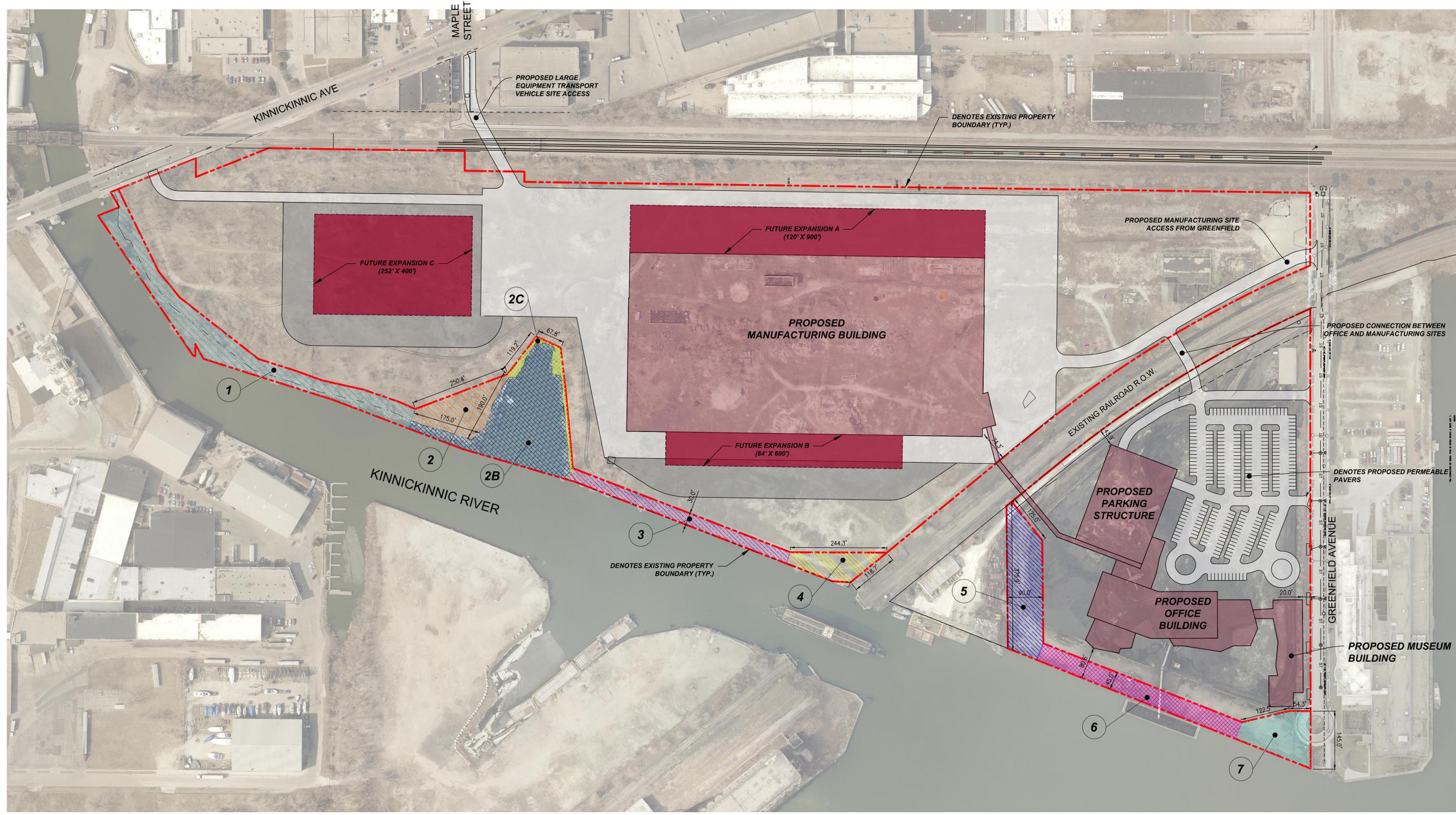
No.	Date	Description

Date:  
 11/13/2018

Project No:  
 181142.00

Sheet No:

**C1.00**



PATHWAY OUTLOT AREAS					
SOLVAY SITE			CITY SITE		
#	AREA	% OF TOTAL SITE	#	AREA	% OF TOTAL SITE
1	54,723 SF	2.8%	5	30,729 SF	5.1%
2	19,239 SF	1.0%	6	24,400 SF	4.0%
2B	55,047 SF	2.8%	7	17,960SF	3.0%
2C	5,764 SF	0.3%	TOTAL	73,089 SF	12.06%
3	17,732 SF	0.9%		(1.68 ACRES)	
4	12,602 SF	0.6%			
TOTAL	165,107 SF	8.4%			
	(3.79 ACRES)				