

INDEX FOR CLOSING TRANSCRIPT

\$16,000,000
OCONEE COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY (GEORGIA)
Taxable Revenue Bonds
(Economic Development Project),
Series 2022

The following documents were delivered by the parties indicated at the Bond Closing held in the office of Gray Pannell & Woodward LLP, 336 Hill Street, Athens, Georgia, on February 8, 2022. All transactions at the Bond Closing were interdependent and shall be considered to have been effected concurrently. No delivery was considered to have been completed until all deliveries were made and Bond Counsel authorized the release of its opinion and the delivery of the Series 2022 Bonds.

PARTIES:

AUTHORITY:	Oconee County Industrial Development Authority Watkinsville, Georgia
COUNTY:	Oconee County, Georgia Watkinsville, Georgia
UNDERWRITER:	Stifel, Nicolaus & Company, Incorporated St. Louis, Missouri
AUTHORITY'S AND COUNTY'S COUNSEL:	Daniel C. Haygood, Esq. Watkinsville, Georgia
BOND COUNSEL:	Gray Pannell & Woodward LLP Athens, Georgia
UNDERWRITER'S COUNSEL:	Thompson Coburn LLP St. Louis, Missouri
TRUSTEE:	Regions Bank Atlanta, Georgia
TRUSTEE'S COUNSEL:	Smith Gambrell & Russell LLP Atlanta, Georgia

BASIC DOCUMENTS:

1. Bond Validation Transcript, including Bond Resolution of the Authority, adopted on August 24, 2021, and Validation Order, dated September 20, 2021.
2. Executed counterpart of the Trust Indenture, dated as of February 8, 2022, between the Authority and the Trustee.
3. Executed counterpart of the Intergovernmental Contract, dated as of February 8, 2022, between the Authority and the County.
4. Executed counterpart of the Bond Purchase Agreement, dated as of January 28, 2022, among the Authority, the County and the Underwriter.
5. Preliminary Official Statement.
6. Official Statement.

CLOSING DOCUMENTS FURNISHED BY THE AUTHORITY:

7. Certified copy of the Supplemental Bond Resolution of the Authority, adopted on January 28, 2022.
8. Receipt for Bond Proceeds.
9. Incumbency Certificate of the Authority.
10. Execution, Signature, No-Litigation and Officers' Certificate with attached Superior Court Clerk's Certificate.
11. Specimen Series 2022 Bonds.
12. Authentication Order.
13. DTC Letter of Representations.
14. 15c-12 Certificate of the Authority.

CLOSING DOCUMENTS FURNISHED BY THE COUNTY:

15. Certified copy of the Resolution of the County, adopted on August 24, 2021.
16. Certified copy of the Supplemental Resolution of the County, adopted on January 28, 2022.
17. Incumbency Certificate of County.
18. Officers' Certificate of County.

19. 15c2-12 Certificate of the County.
20. Continuing Disclosure Undertaking.

CLOSING DOCUMENTS FURNISHED BY THE TRUSTEE:

21. Certificate of Trustee.

CLOSING DOCUMENTS FURNISHED BY THE PROJECT FUND CUSTODIAN AND COST OF ISSUANCE FUND CUSTODIAN:

22. Certificate of Project Fund Custodian and Cost of Issuance Fund Custodian.

CLOSING DOCUMENTS FURNISHED BY THE UNDERWRITER:

23. Receipt for Series 2022 Bonds.

OPINIONS OF COUNSEL:

24. Opinion of Authority's Counsel.
25. Opinion of County's Counsel.
26. Opinion of Bond Counsel.
27. Supplemental Opinion of Bond Counsel.
28. Opinion of Underwriter's Counsel.

MISCELLANEOUS:

29. Final Numbers.
30. Closing Memorandum.
31. Certificate Designating Authority Representatives.
32. Certificate Designating County Representatives.
33. Requisition No. 1 (Project Fund).
34. Debt Issuance Report and Certificate of Confirmation of Issuance.
35. Executed copy of Limited Warranty Deed from the Epps Bridge Centre II CWC, L.L.C. (the "Developer") to the Authority.

36. Lease Agreement, dated as of February 8, 2022, between the Authority and the Developer.
37. Sublease Agreement, dated as of February 8, 2022, between the Developer and Costco Wholesale Corporation.
38. Memorandum of Agreement, dated as of February 8, 2022, between the Authority, the County and Costco Wholesale Corporation.
39. Copy of Filed Financing Statement.