SUMMARY OF

SECOND AMENDMENT TO GRANT AWARD AGREEMENT

BETWEEN

TRIUMPH GULF COAST, INC.

AND

PANAMA CITY PORT AUTHORITY (Project #227)

This summarizes the basic terms of a Second Amendment to Grant Award Agreement (the "**Amendment**") that has been negotiated between the staffs of Triumph Gulf Coast, Inc. ("**Triumph**") and Panama City Port Authority ("**Grantee**") under the Triumph Gulf Coast Trust Fund. This summary is intended for notice purposes only and (a) does not constitute an increase to any existing grant, or an approval to increase an existing grant, by Triumph to Grantee, and (b) does not create any binding obligations on Triumph or Grantee with respect to (i) any increase of any existing grant, (ii) any approval of an amendment to an existing grant, or (iii) engaging in any further discussions or negotiations with respect to any amendments to any existing grant. The final terms and conditions of the proposed amendments to the existing grant will be contained in the definitive Amendment approved by the Board of Directors of Triumph and Grantee and executed by Triumph and Grantee.

EXISTING GRANT AWARD AGREEMENT:

That certain Grant Award Agreement dated October 7, 2020, as amended by that certain First Amendment to Grant Award Agreement dated November 3, 2022 (as amended, the "**Agreement**").

PURPOSE OF AMENDMENTS:

To decrease the total Project cost by \$282,792 (from \$9,487,967 to \$9,205,175); decrease the Grantee's portion of Matching Funds by \$171,324 (from \$4,993,831 to \$4,822,507); and decrease the City of Panama City's Matching Funds by \$111,468 (from \$1,350,000 to \$1,238,532).

To delete the Budget attached as Exhibit "A" to the Agreement and replace it with the Budget attached hereto as Exhibit "A" and incorporated herein. All references to the Budget in the Agreement shall hereafter mean and refer to the Budget attached hereto as Exhibit "A."

EXHIBIT "A"

[see attached]

Exhibit A
Project 227, Expand and Improve the Intermodal Distribution Center (IDC)
Budget
Estimated construction start date: February, 2022
Estimated education component start date: February, 2023

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	ary or rename city rotar			1,238,532	CARLAN AND TH	1,238,532