

Exhibit “A”



NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

February 17, 2017

Leonard Lepore
llepore@westorange.org
Municipal Engineer & Director
of Public Works
Township of West Orange
66 Main Street
West Orange, NJ 07052

Re: **HDSRF, NOTICE OF APPROVAL LETTER**
HDSRF, Public Entity Grant Program
Application #P43554
Applicant: West Orange Township
Project Site: Selecto Flash Inc.
Grant Award: Up to \$77,238

Dear Mr. Lepore:

I am pleased to inform you that the New Jersey Economic Development Authority (the "Authority") has approved the application of the Township of West Orange for an up to \$77,238 Hazardous Discharge Site Remediation Fund (the "Fund") Grant ("Grant") from the New Jersey Department of Environmental Protection (the "Department") for the Preliminary Assessment and Site Investigation, along with report preparation, at the Selecto Flash Inc. site (the "Project"), as stated in your request for Grant assistance.

The Authority has approved the Grant upon the terms and conditions set forth in this notice of approval letter. No act or omission by or on behalf of the Authority shall be deemed as a waiver to any of the terms and conditions contained in this letter. Such a waiver may be made only by an instrument in writing duly executed by an authorized representative of the Authority.

NAME OF GRANTEE:	West Orange Township
PROJECT SITE:	Selecto Flash Inc. 18 Central Ave. Block 7 and 9, Lot(s) 32 and 36 Essex County
GRANT:	Up to \$77,238 from the Fund

CONDITIONS:

The Grantee shall complete the Project substantially as set forth in its request for Grant assistance.

The interests of the Grantee and the Authority are or may be different and may conflict. The Authority's attorney represents only the Authority and does not represent the Grantee in the Grant transaction. The Grantee, therefore, is advised to employ an attorney licensed to practice in the State of New Jersey, of the Grantee's own choice, to represent the Grantee's interest in the Grant transaction.

The credit of the Grantee and all other features of the transaction shall be as represented to the Authority without material adverse change. The Grantee shall not be involved in any bankruptcy, reorganization or insolvency proceeding.

Counsel to the Authority must be satisfied with respect to the legality, validity, binding effect, and enforceability of all instruments, agreements, and documents used to effect and consummate the transactions contemplated herein.

Each unsatisfied covenant, term and condition of this notice of approval which is not expressly waived in writing by the Authority shall survive any closing hereunder. In case of any conflict between any unwaived and unsatisfied covenant, term or condition of this notice of approval and the provisions of the Grant documents delivered at or pursuant to any closing regarding this Grant, the unwaived and/or unsatisfied covenant, term or condition of this notice of approval shall control.

This notice of approval is subject to acceptance by the Grantee of the terms and conditions contained herein. This notice of approval letter must be signed and returned to the undersigned.

The Authority's commitment shall terminate and the Authority shall have no further obligation in connection with your application if this notice of approval is not signed and returned to the Authority by June 17, 2017. This Approval Letter may be executed and delivered by telecopier, email, PDF or other facsimile transmission of all with the same force and effect as if the same were a fully executed and delivered original manual counterpart.

In addition, in the event that the Grant is not closed on or before 90 days from the acceptance date of the notice of approval, the Authority's obligation to provide Grant shall terminate and you will be required to submit a new application.

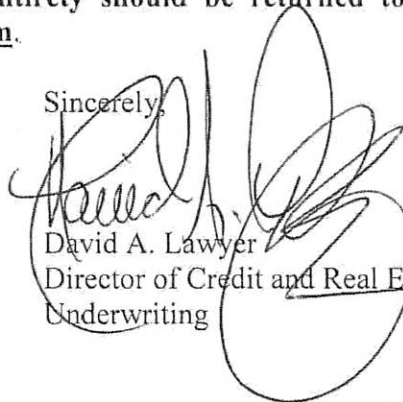
It is specifically understood and agreed that this Grant is *cross-defaulted* with any existing assistance and any future assistance provided by the Authority and/or State to the Grantee and/or any of its subsidiaries including, but not limited to, entities that may not be related to Grantee, but have common principals.

We are pleased to be of service to your Grant needs. If you have any questions regarding this approval letter, please contact Kathy Junghans, Finance Officer at (609) 858-6732 or kjunghans@njeda.com.

If you have any questions regarding the closing requirements for this Grant contact Closing Officer Kathleen Smith at 609-858-6766 or ksmith@njeda.com.

This fully executed approval letter in its entirety should be returned to Renee Krug, Administrative Assistant, at rkrug@njeda.com.

Sincerely,



David A. Lawyer
Director of Credit and Real Estate
Underwriting

KJS

cc: John Doyon, NJDEP

ACCEPTED AND AGREED
THIS _____ DAY OF
_____, 20__ BY:

GRANTEE:

WEST ORANGE TOWNSHIP

By: _____
Robert Parisi, Mayor