

amazon

HEADQUARTERS 2 SUBMITTAL



CITY OF GARDEN GROVE · CITY OF SANTA ANA

IN COLLABORATION WITH
CITY OF ORANGE · CITY OF ANAHEIM

OCTOBER 19, 2017

October 19, 2017

Mr. Jeffrey Bezos
Amazon
1200 12th Avenue South, Suite 1200
Seattle, WA 98144

Dear Mr. Bezos:

The cities of Garden Grove and Santa Ana are pleased to submit the attached proposal for Amazon's second headquarters. Prepared in collaboration with the adjacent cities of Anaheim and Orange, we believe this proposal exceeds the company's requirements described in the request for proposals and represents an opportunity that accommodates Amazon's needs that is second to none.

From the central Orange County strategic location, to the Local and State incentive packages, to the innovative transportation options that will deliver the newly anticipated OC Streetcar, a 4.1-mile route from Santa Ana to Garden Grove, to the Phase I, II and III development sites of which an exceptional opportunity of a ±102-acre greenfield site linked to the OC Streetcar is presented, Amazon will find our proposal compelling. Our respective organizations are eager to answer any questions as Amazon reviews our submittal. By choosing our unique collaboration, Amazon is assured of working with municipal partners who understands the needs of business and stands ready to work alongside Amazon to bring Phase I and subsequent Phases of the newest headquarters project to reality. As Mayors, we recognize the transformational possibilities that an Amazon second headquarters would bring to our communities and its residents and want to do everything we can to make it happen here.

We appreciate further consideration and welcome the opportunity to demonstrate what the cities of Garden Grove, Santa Ana, Orange and Anaheim can do for you.

Sincerely,



Steven R. Jones
Mayor
City of Garden Grove



Miguel A. Pulido
Mayor
City of Santa Ana



GARDEN GROVE

City of Garden Grove

MAYOR

Steven R. Jones

MAYOR PRO TEM

Phat Bui - District 4

COUNCILMEMBERS

Kris Beard - District 1

John R. O'Neill - District 2

Thu-Ha Nguyen - District 3

Stephanie Klopfenstein - District 5

Kim Bernice Nguyen - District 6



City of Santa Ana

MAYOR

Miguel A. Pulido

MAYOR PRO TEM

Michele Martinez - Ward 2

COUNCILMEMBERS

Vicente F. Sarmiento - Ward 1

Jose Solorio - Ward 3

P. David Benavides - Ward 4

Juan Villegas - Ward 5

Sal Tinajero - Ward 6



OFFICE OF THE GOVERNOR

October 11, 2017

Jeffrey Bezos
1200 12th Avenue South
Suite 1200
Seattle, WA 98144

Dear Mr. Bezos,

I write to encourage you to give careful consideration to the many California cities interested in becoming the next home for Amazon's newest headquarters.

Having already invested in new facilities in our state, and partnered with us on smart public policy solutions, Amazon knows firsthand what California has to offer – but it bears repeating.

The Golden State is home to the best universities and research institutions in the world, a uniquely qualified and talented workforce and the most dynamic combination of innovation and investment on the planet. In fact, more than half of all venture capital investment flows to California and more than a quarter of all new patents in America originate here. We also lead the nation in manufacturing output and jobs.

Beyond these strengths, we have a government in California that works – and our public investment in infrastructure and affordable housing solutions is unparalleled. In recent months I signed landmark legislation – passed by supermajority votes in the State Legislature – to help increase the supply and affordability of housing in California and invest \$54 billion in our roads over the next ten years. We are also building the country's only high-speed rail system.

These are among the many reasons why 53 Fortune 500 companies are headquartered in cities across the state and why 24 of the 100 fastest growing companies – including four of the top ten – call California home. Put simply: there is no better place for a business like yours to continue to grow.

I look forward to speaking with you about how we can work together to bring Amazon's newest headquarters to California.

Sincerely,



Edmund G. Brown Jr.

GOVERNOR EDMUND G. BROWN JR. • SACRAMENTO, CALIFORNIA 95814 • (916) 445-2841



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Executive Summary

The cities of Garden Grove and Santa Ana, California in collaboration with the cities of Anaheim and Orange propose an unparalleled opportunity for Amazon to locate its second headquarters in one of the world's premier locations - Orange County, California. As further described in the following pages, this proposal accommodates Amazon's Phase I minimum requirement of 500,000 square-feet available for operations in 2019, with the balance of space provided in subsequent Phases on multiple sites including the availability of a ±102-acre Greenfield site for future years - up to the 8,000,000 square-feet required by 2027.

Project Overview

The sites described in this proposal are arranged along an exciting, new 4+ mile long streetcar line - the OC Streetcar. The OC Streetcar, a project of the Orange County Transportation Authority (OCTA), not only ties the proposed sites together, but provides easy access to the growing Metrolink regional commuter rail service operated by the Southern California Regional Rail Authority, as well as Pacific Surfliner inter-city service operated by Amtrak.

The \$280 million OC Streetcar project is fully funded, under design, and slated to commence construction in 2018, with completion in 2020. All three of the above rail services converge at the Santa Ana Regional Transportation Center (SARTC), centrally located among the various sites. Both cities of Orange and Anaheim may also be accessed via Metrolink and Amtrak service through the Orange Transportation Center (OTC) and the Anaheim Regional Transportation Intermodal Center (ARTIC). Additionally, OTC, SARTC, and ARTIC provide access to the local bus system operated by OCTA. In addition to providing access to the regional rail and bus transit systems, the sites in this proposal are easily accessible to four (4) airports via the regional Freeway/Interstate highway system.

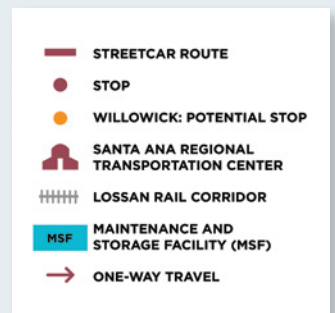
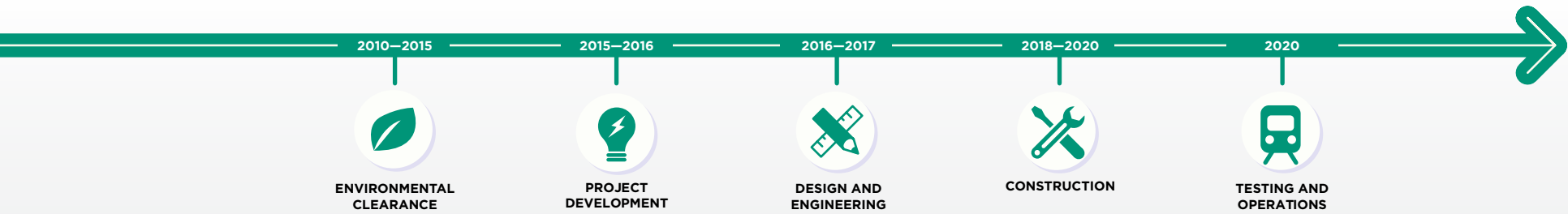
Following this Project Overview, the reader will find a summary of the sites by phase, square footages, and estimated time to operations. Then, (in the Building Sites Section) individual site data with more detailed information on each is provided. The Logistics Section follows with a discussion of IT connectivity, logistics infrastructure, and mobility options for employees.

Local and State incentives are described, followed by a discussion of labor force characteristics. Orange County provides a wealth of higher education and training resources and those are presented in the Education Section. In the Community Culture Section, a description of the Orange County community and cultural attributes are presented. Lastly, Testimonial Letters and proponent contact information are provided.





The OC Streetcar will link the ±102-acre site with the proposed Amazon Headquarter campus in our proposal. The OC Streetcar route is 4.1-miles from the Santa Ana Regional Transportation Center, through Downtown Santa Ana and the Civic Center, along the Pacific-Electric right of way, and connected to a new multimodal transit hub in close proximity to the proposed ±102-acre greenfield Willowick Golf Course identified as Site A.



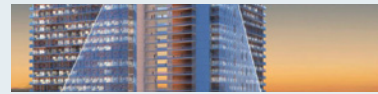
SITE MAP

BUILDING SITES



Garden Grove Site A - Phase II and Phase III

Willowick Golf Course, a ±102-acre Greenfield development opportunity, is owned by the City of Garden Grove and located in the City of Santa Ana. This ±102-acre Greenfield is perfectly slated for a new dynamic corporate campus and proposed strategic location for the Amazon HQ2 campus.



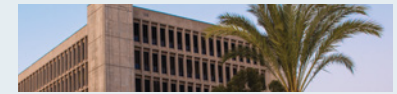
Santa Ana Site B - Phase I

625IVE is envisioned with a 2.3 million square-foot development that is adjacent to Santa Ana Regional Transportation Center which serves as a gateway to historic downtown Santa Ana, where hip restaurants and shops are opening just a mile away. Under a separate HQ2 proposal, Caribou Industries has provided comprehensive project details of 625IVE.



Santa Ana Site C - Phase II Alternate

One Broadway Plaza is a new 37 story iconic office building, and is Orange County's first data center with speeds up to 1,000 mbps. One Broadway Plaza will be the county's tallest building and will include up to 2.3-million-square-feet. Under a separate HQ2 proposal, Caribou Industries has provided comprehensive project details of One Broadway Plaza.



Santa Ana Site D - Phase I Alternate

In the heart of Downtown Santa Ana's Civic Center, State of California Building 28 is currently for sale and could be utilized by Amazon for a portion of its Phase I request. This 138,525 square-foot building is a LEED certified building and its location is within walking distance to Santa Ana's thriving restaurants and Artists Village in the Downtown.



SITE A · ±102-ACRE GREENFIELD



BUILDING SITES



● Garden Grove

Site A · Phase II and Phase III

Owned by the City of Garden Grove, the Willowick Golf Course is comprised of eight separate parcels totaling approximately ±102 acres. The new OC Streetcar system will be constructed and completed by 2020, thereby establishing connectivity from Willowick Golf Course to SARTC.

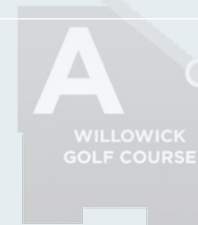
Site Address:
3017 W 5th Avenue, Santa Ana, CA
APN: 198-291-08
Owner: City of Garden Grove

● Site Specifics:

Size: ±102 acres
Current Zoning: Open Space
Entitlements Needed for Development:
General Plan Amendment, Zone Change,
Environmental Impact Report
Access to Transit: Yes, Stop along OC Streetcar
Freeway Access: 2 miles to 22 Freeway; 4 miles to
Interstate 5 Freeway
Site Incentives Available: Development fee waiver,
Property tax rebate, expedited permit processing.
Estimated Value of incentive: \$1-5 million

● Estimated Time to Operation:

12-18 months to entitlement approval





Santa Ana **Site B - Phase I**

625IVE is envisioned with 2.3-million-square-foot development that is adjacent to Santa Ana Regional Transportation Center which serves as a gateway to historic downtown Santa Ana, where hip restaurants and shops are opening just a mile away. Under a separate HQ2 proposal, Caribou Industries is presenting a formal submittal and comprehensive project details of 625IVE.

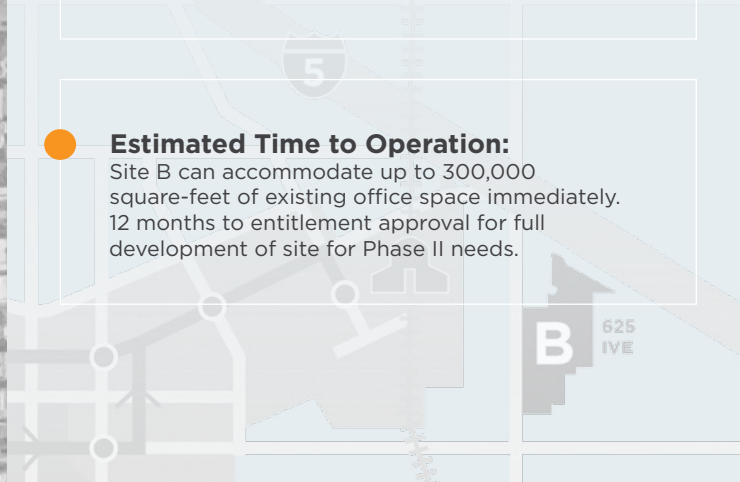
Site Address:
625 E. Grand, Santa Ana, CA
APN: 398-061-01 to 08; 398-391-18, 398-391-25
Owner: OCR Land LLC

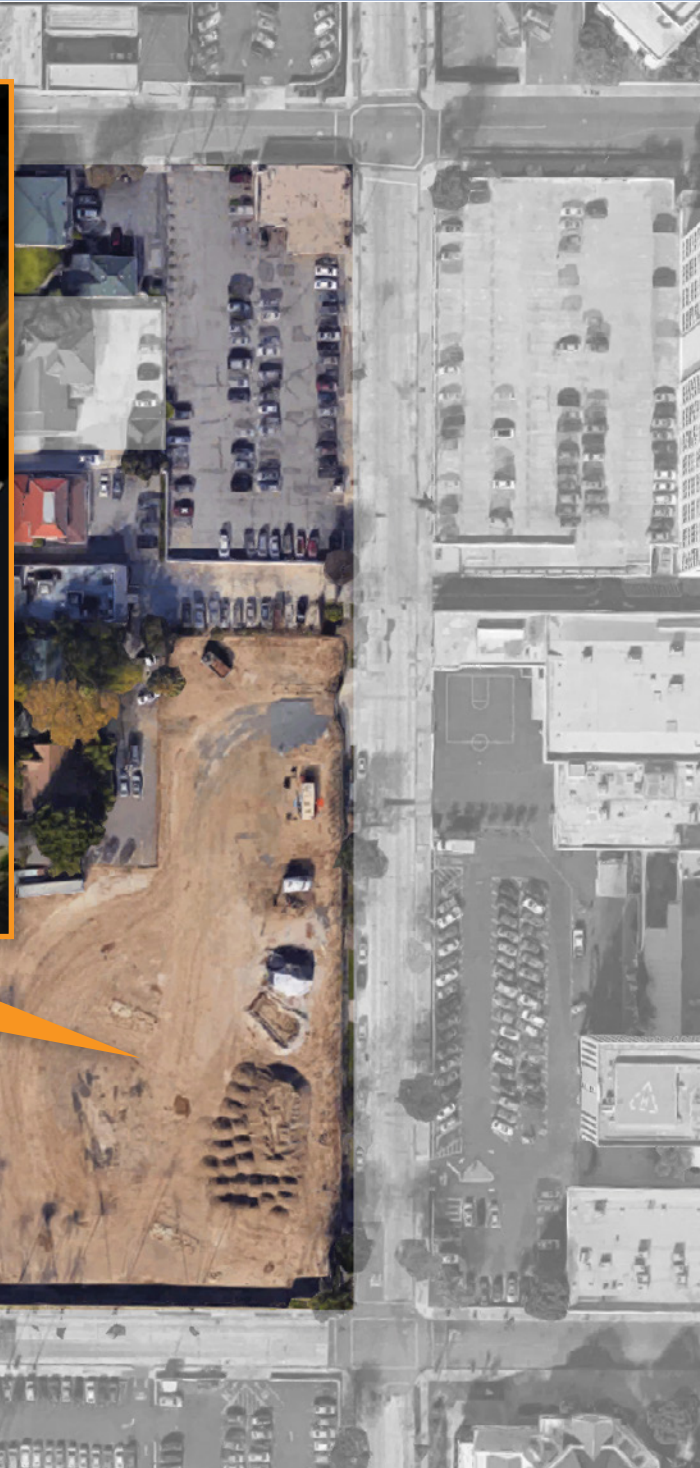
Site Specifics:

Size: 20 acres
Current Zoning: General Commercial - Specific Development 21 (SD21)
Entitlements Needed for Development:
Zoning Ordinance Amendment,
Environmental Impact Report
Access to Transit: Yes. OC Streetcar 0.1 mile away
Freeway Access: Adjacent to Interstate 5 Freeway (Grand Ave Exit); 8 miles to 405 Freeway
Site Incentives Available: Development fee waiver, expedited permit processing. Estimated Value of incentive: \$1-2 million

Estimated Time to Operation:

Site B can accommodate up to 300,000 square-feet of existing office space immediately. 12 months to entitlement approval for full development of site for Phase II needs.





● **Santa Ana** **Site C - Phase II Alternate**

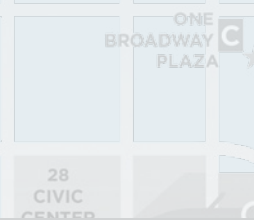
One Broadway Plaza is a new 37 story iconic office building, and is Orange County's first data center with speeds up to 1,000 mbps. One Broadway Plaza will be the county's tallest building and will include up to 2.3-million-square-foot. Under a separate HQ2 proposal, Caribou Industries is presenting a formal submittal and comprehensive project details of One Broadway Plaza.

Site Address:
1211 N Broadway, Santa Ana, CA
APN: 398-561-18
Owner: One Broadway Plaza LLC

● **Site Specifics:**

Size: 4 acres
Current Zoning: Professional Administrative Office-Specific Development 75 (SD75)
Entitlements Needed for Development: None.
Access to Transit: Yes (0.4 miles away from OC Streetcar stops)
Freeway Access: 2 miles to Interstate 5 freeway; 10 miles to 405 Freeway
Site Incentives Available: Development fee waiver, expedited permit processing. Estimated Value of incentive: \$1-2 million

● **Estimated Time to Operation:** 12-16 months - Building Plan Check and Construction time





● **Santa Ana** **Site D - Phase I Alternate**

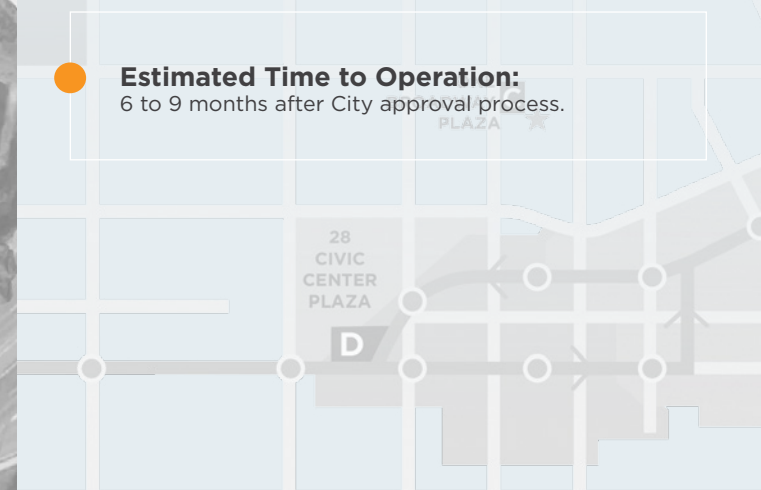
In the heart of Downtown Santa Ana's Civic Center, State of California Building 28 is currently for sale and could be utilized by Amazon for a portion of its Phase 1 request. This 138,525 square-foot building is a LEED certified building and its location is within walking distance to Santa Ana's thriving restaurants and Artists Village in the Downtown.

Site Address:
APN: 008-067-36
Owner: State of California (For Sale)

● **Site Specifics:**

Size: 138,525 square-feet
Current Zoning: Transit Zoning Code - Specific Development 84 (SD84)
Entitlements Needed for Development: General Plan Amendment, Zone Change, Environmental Impact Report
Access to Transit: Yes, along OC Streetcar route
Freeway Access: 2 miles to Interstate 5 Freeway; 10 miles to 405 Freeway
Site Incentives Available: Development fee waiver, expedited permit processing. Estimated Value of incentive: \$200,000

● **Estimated Time to Operation:** 6 to 9 months after City approval process.





 INTERNATIONAL
  DOMESTIC

Logistics

All identical sites included in this proposal are proximate to world-class air, rail, bus, and port facilities and services, as summarized below:

Ports

The largest port facilities on the West Coast, the combined Ports of Los Angeles and Long Beach, serve the sites and provide a portal to world-wide container shipping options.



Los Angeles International Airport (LAX)
36.6 miles away from Willowick



Ontario International Airport (ONT)
37.4 miles away from Willowick



San Diego International Airport (SAN)
92.4 miles away from Willowick



John Wayne Airport (Domestic) (SNA)
9.0 miles from Willowick

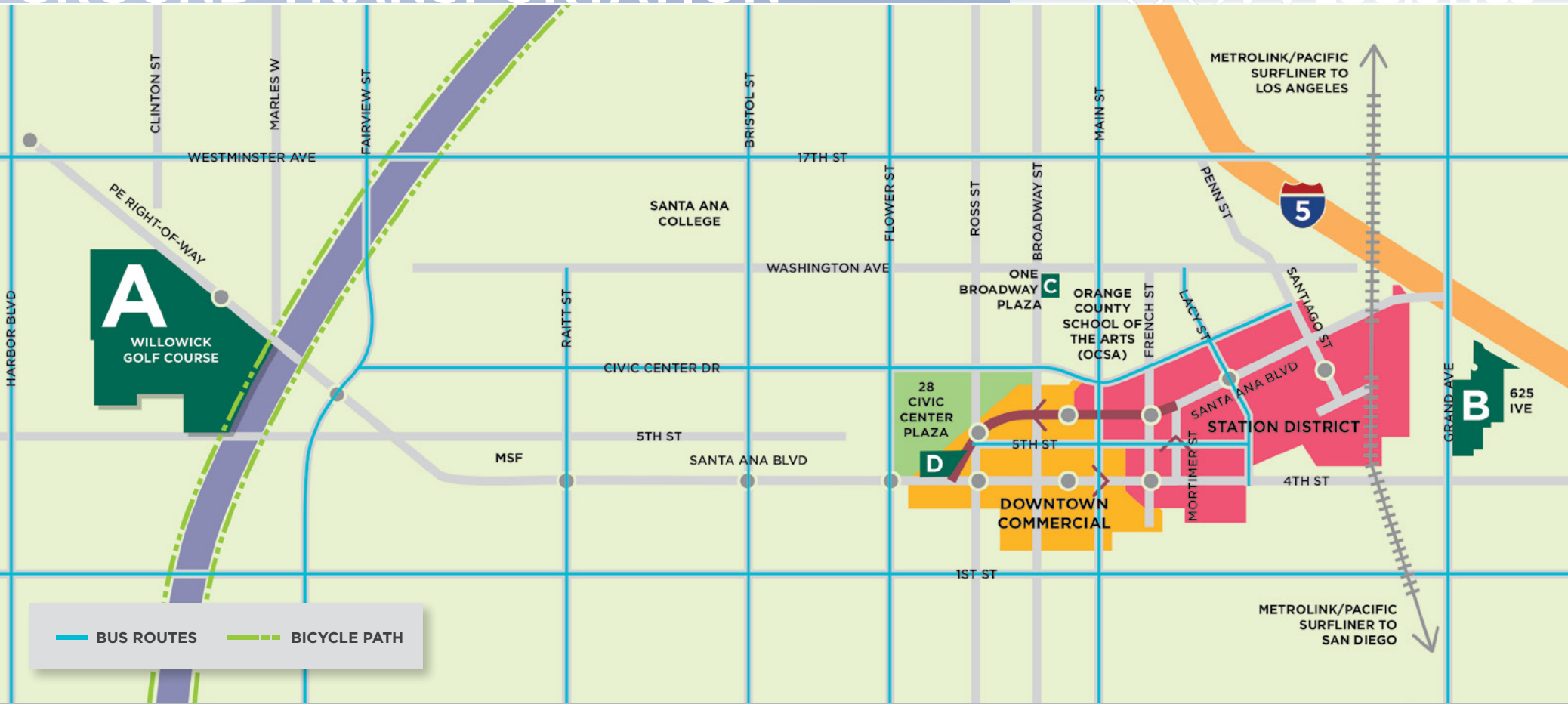


Long Beach Airport (Domestic) (LGB)
17.1 miles from Willowick



Hollywood Burbank Airport (Domestic) (BUR)
47.8 miles away from Willowick

GROUND TRANSPORTATION



Freeways

Sites A, B, C, and D are served by a network of Interstate highways and freeways, including Interstate 5 and California State Routes (SRs) 22 and 57.

Bus

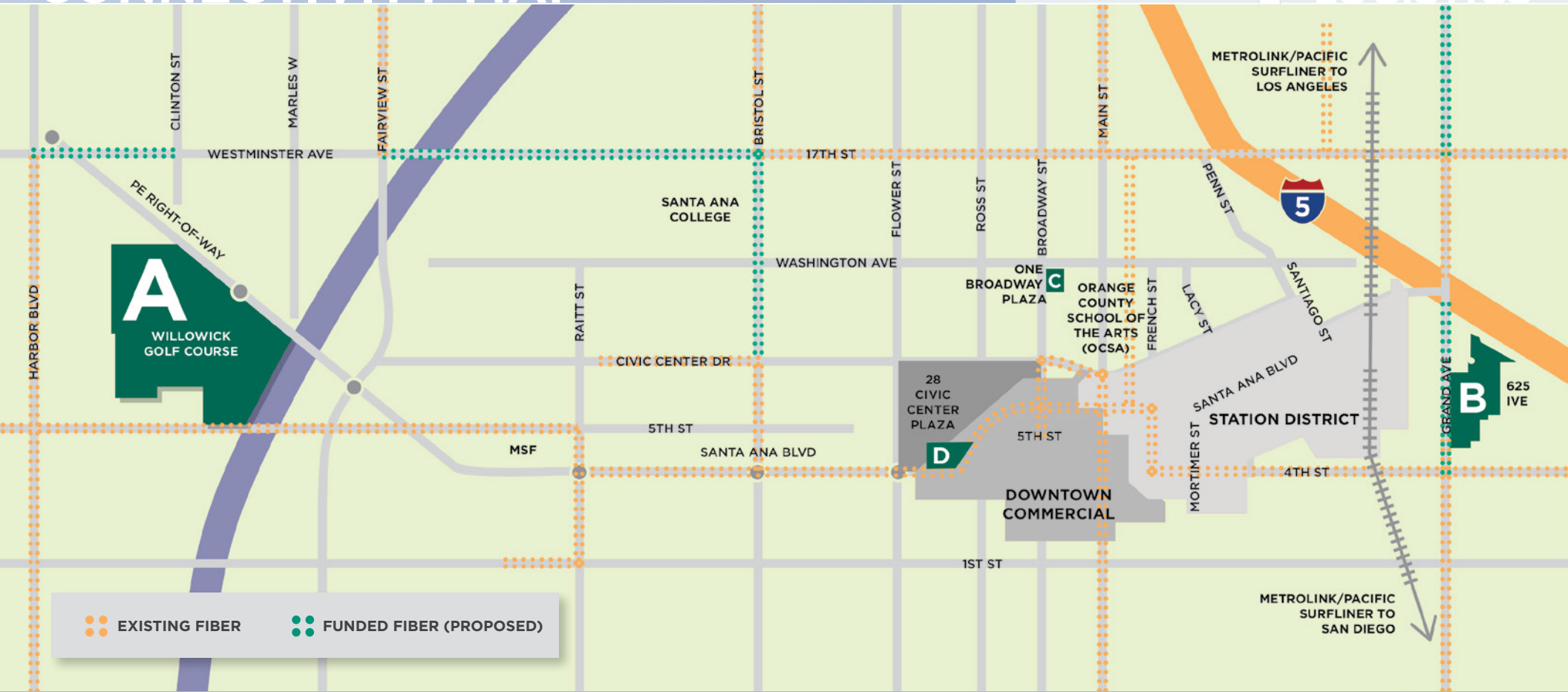
Bus service to the identical sites and rail stations is provided by the Orange County Transportation Authority.

Bicycles and Pedestrian Circulation

All sites are well-served by local arterial streets. Santa Ana is known for its infrastructure improvement programs planned to encourage healthy communities through walking and bicycle use.

Rail

The sites described in this proposal are arranged along an exciting, new 4+ mile long streetcar line - the OC Streetcar. Beginning in 2020, the OC Streetcar, a project of the Orange County Transportation Authority, will not only tie the proposed sites together with "jump on/jump off" service, but will provide easy access to the growing Metrolink regional commuter rail service operated by the Southern California Regional Rail Authority, as well as Pacific Surfliner inter-city service operated by Amtrak via the Santa Ana Regional Transportation Center - SARTC. Nearby stations are also located in Anaheim (Anaheim Regional Transportation Intermodal Center - ARTIC), Orange Transportation Center (OTC), Fullerton, and Irvine.



Connectivity

Among its requirements, Amazon has indicated that optimal fiber connectivity is paramount. All of the sites in this proposal are located adjacent to or within very close proximity of the proposed sites. With regard to cellular coverage, all sites are well-served by multiple carriers.

Santa Ana Incentive Proposal

Property Tax Rebate

The City of Santa Ana will consider further discussion associated with property tax rebates to be determined during project phase and implementation.

Fee waivers

The City of Santa Ana is committed to the attraction of Amazon's HQ2. Upon City Council approval, the City would provide an incentive package for Amazon by waiving all development and planning fees associated with the project. The value of this incentive could be upwards of \$1-5 million dollars at the completion of all phases of the project.

Expedited Permit Processing

The City of Santa Ana will guarantee expedited permits and processing times. For Phase I of HQ2, the City will strategically allocate staff to accommodate Amazon's short turnaround time. Further priority will be made available to reducing inspection and development review times as Amazon works through the City's Planning review process. A team of Economic Development, Planning and Building, Public Works, and Fire staff will be assigned specifically to the project to ensure that all deadlines are achieved.

Workforce Hiring Incentive

The City of Santa Ana's WORK Center provides job training and hiring assistance for all companies located in the City. The City will provide free hiring assistance for the recruitment of qualified local individuals with the skills and training necessary to provide Amazon with the best possible candidates. The City would commit to hosting several Amazon job fairs that will attract qualified individuals from the Orange County region.

On-the-Job Training Incentive

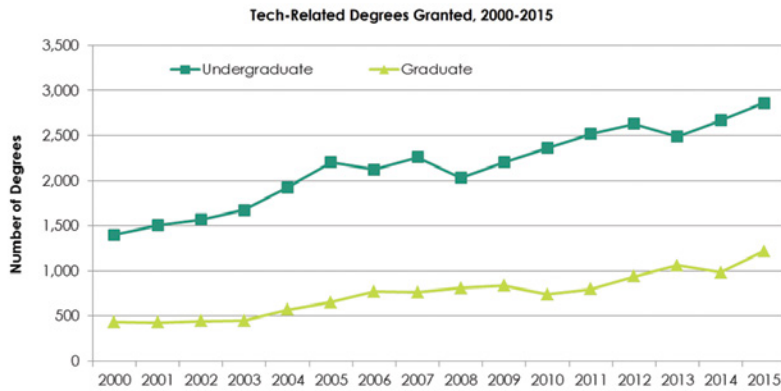
Through the City's WORK Center, the City of Santa Ana could provide on-the-job training funds for the recruitment and training of employees for Amazon. On-the-job training provides potential Amazon employees the opportunity to earn wages while completing their training in the actual workplace environment. The City would provide funding for a portion of those employee salaries for a limited time as they earn relevant work experience to the job. The City is able to coordinate customized training and skills upgrades for the Amazon workforce through our local community colleges and universities.

Capital and Operating Costs

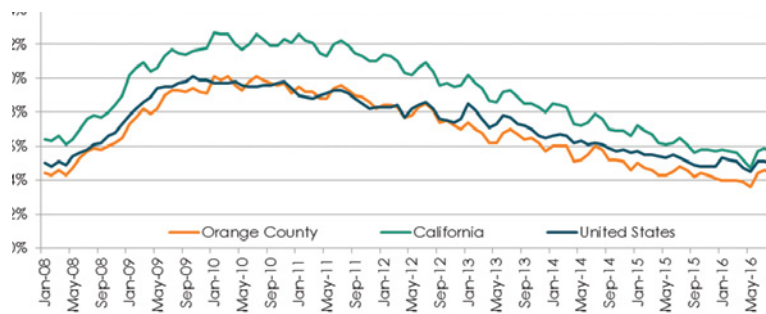
The cities of Santa Ana and Garden Grove excel and promote business-friendly environments including development expertise, and experienced and progressive leadership. This collaboration of community leaders, including County Supervisors, Mayors, and City Councils, have a history of being very supportive of new development. In addition, we also have a proven track record of successful developments.

See pages 36-37 for
State of California Incentives





Source: California Department of Education, Educational Demographics Unit



Source: California Employment Development Department

Discipline	2015		2004-2015	
	Bachelor's Degrees Granted	Graduate Degrees Granted	Bachelor's Degree Change	Graduates Degree Change
Biological Sciences	973	85	27.9%	193.9%
Engineering	839	565	45.3%	121%
Information and Computer Sciences	499	370	-7.7%	338.5%
Physical Sciences	372	138	63.7%	-8.9%
Math	175	46	44.6%	40.1%
Total	2,858	1,204	32.5%	177.6%

Source: OCBC Analysis of University of California, Irvine; Chapman University; and California State University, Fullerton Graduation Rate Data

Orange County IT Employment and Salary Change Year-Over-Year, 2015

INDUSTRY	EMPLOYMENT		AVERAGE ANNUAL SALARY	
	2015	Year-Over-Year Change	2015	Year-Over-Year Change
Information (Industry Total)	25,017	1,208	\$93,860	\$5,460
Computer Systems Design and Related Services	19,284	259	\$106,912	\$5,460
Telecommunications	8,058	(143)	\$91,052	\$4,524
Software Publishers	5,994	789	\$139,048	\$6,292
Motion Picture & Sound Recording	2,639	339	\$34,008	-
ISPs, Search Portals, & Data Processing	2,310	348	\$94,640	\$12,688
Other Information Services	2,304	448	\$95,420	(\$52)
Broadcasting (except Internet)	1,107	(139)	\$69,732	(\$3,120)

Source: California Employment Development Department, Bureau of Labor Statistics

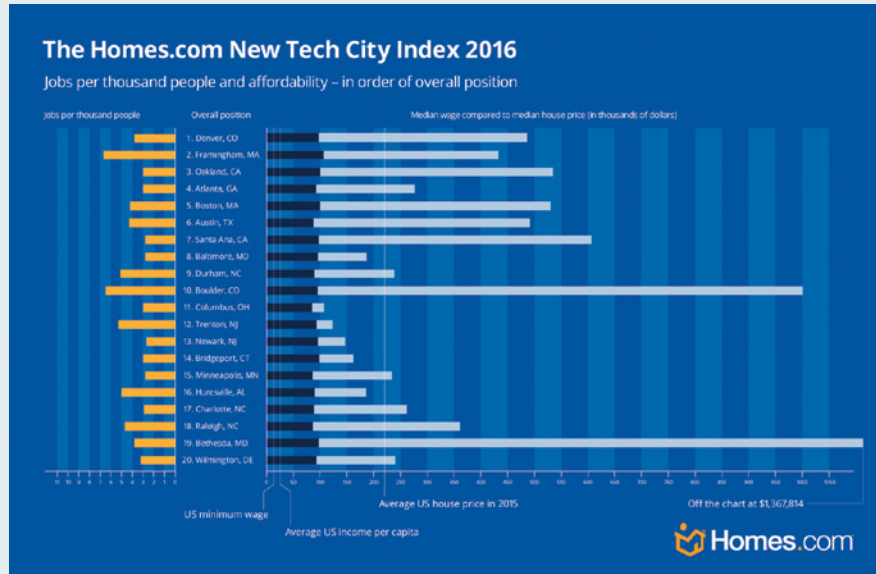


Employment

The Project is close to a significant population center and will support the 50,000 estimated jobs that will be required over multiple years. One of Orange County's advantages in doing business is its ideal location. It is a hub for international business and trade due to its close proximity to Ports of Long Beach and Los Angeles.

The proposed sites are located in the center of Orange County California that has over 20 million people living within a 90-mile radius. Between 2010 and 2015 over 45,900 college graduates in Los Angeles and Orange County received technology degrees. In 2017 CBRE ranked Orange County 14th out of 50 markets.

The City of Santa Ana was recently ranked 7th in the Home.com New Tech City Index that identified emerging cities to live for tech professionals.



Orange County's pool of well-educated workers is a key advantage to stimulate the economic engine of the county. Each year, the Orange County Business Council and the Orange County Development Board conducts a comprehensive review of Orange County's local economy, education, and workforce trends. This report highlights the county's efforts to invest in, develop, and promote innovative education and workforce development initiatives to continue growth of the county's most vital and precious resource - its students and future work force. The 2016-2017 Orange County Workforce Indicators Report further evaluated technology trends within the STEM Related Degrees which highlighted, "Orange County's ability to successfully grow its labor force is largely attributable to its most powerful industry cluster such as Medical Device, IT Healthcare, Professional and Business Services, and Advanced Manufacturing. Overall,

approximately 2,858 undergraduate degrees and 1,204 graduate degrees were awarded in tech-related disciplines, such as biological sciences, engineering, information and computer sciences, and math in Orange County in 2015. Compared to the number of degrees awarded in 2004, the number of undergraduate degrees awarded has increased by 32.5 percent while the number of graduate degrees has increased by 117.6 percent."

Garden Grove Unified School District is proud of its long-standing record of academic excellence. Winner of the Broad Prize for Excellence in Education, Garden Grove Unified School District is leading the way among large California districts with a record number of students meeting California college entrance requirements - well above the statewide and Orange County averages!

Source: Orange County Workforce Indicators Report 2016-2017



ADVANCED PLACEMENT (AP) SUCCESS

In 2016, GGUSD's average AP score was higher than the state, country, and world!



GGUSD's average pass rate of 62.6% is also higher than the state, country, and world. Scoring based on a scale of 1-5, a passing score being 3 or higher.

CAREER-READINESS

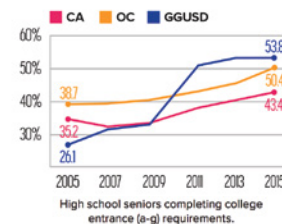


More than 6,000 high school students participate in 43 career pathways in 10 industry sectors in areas like biomedical, engineering, media, software development, and transportation. All pathways include UC/CSU approved course work, articulated college credit courses, and industry-recognized certifications. Intermediate schools offer CTE STEAM-lab courses to help equip students with 21st century skills.

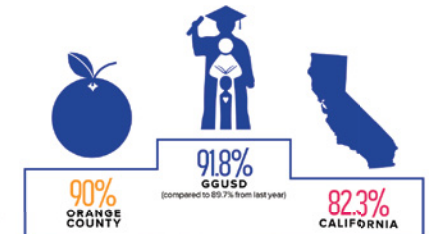
GGUSD continues to add new opportunities for work based learning and internships.

WE BEAT THE COUNTY AND THE STATE... AGAIN!

COLLEGE-READY STUDENTS



2015 HIGH SCHOOL GRADUATION RATES





Chapman University

A top-rated university by USA Today, Chapman University continues to thrive. The 7,500 student university is known for its prominent Economic Studies program, excellent film school, ABA credited law school, and growing Engineering and Sciences program. Soon to open on the downtown Orange campus is the Engineering, Science, and Technology Center, a \$130 million, 140,000 square-foot state-of-the-art building. In addition to the sciences, Chapman is recognized as a strong supporter of fine arts as illustrated with the opening of the Musco Center for the Arts in 2016. The world-class Musco Center offers a venue for students and professionals alike to share their artistic vision and talent to a captivated audience.



Santa Ana College

Located in Santa Ana, the community college was founded in 1915, and is the fourth oldest community college in all of California. Santa Ana College is an award winning institution and is a continually ranked State leader for the number of students who transfer each year to a university. The College graduated over 1,300 students last year and offers associate degrees in Computer Science and Computer Information Systems.

EDUCATION



LABOR FORCE



California State University Fullerton (CSUF)

Located 12 miles from Santa Ana, California State University, Fullerton is a public research university located in Fullerton, California. With a total enrollment of about 40,200, it has the largest student body of the 23-campus California State University system, and its approximately 5,800 graduate student body is also the largest in all of California. The University has conferred 698 degrees in Information and Computer Science over the last three years.

Spending related to CSUF generates an impact of around \$1 billion to the California and local economy, and sustains nearly 9,000 jobs statewide.

UC Irvine

University of California at Irvine (UCI)

Located only 10 miles from Santa Ana, UCI is a public research university. UCI offers 80 undergraduate degrees and 98 graduate degrees and has 33,467 people enrolled. The University is designated as having very high research activity in the Carnegie Classification of Institutions of Higher Education. The university has conferred 1,887 degrees in Information and Computer Science over the last three years. Additionally, it has a newly opened 31,000 square-foot tech incubator for start-up companies called "The Cove".





Garden Grove

In the northern part of the famed Orange County, California known for its idyllic beaches and serene quality of life, lies the suburban City of Garden Grove. With a population of over 175,000 residents, Garden Grove is conveniently located less than one mile from the Disneyland Resort, 12 miles from the beautiful Orange County coastline and beaches, and 35 miles from downtown Los Angeles. Garden Grove offers competitive development opportunities with its strategic accessibility to five major freeways and proximity to the Los Angeles, San Diego and San Bernardino Counties combined to make Garden Grove a prime location for businesses.

Acknowledging its historic agricultural roots and the Historic Main Street, the City of Garden Grove has embarked on a Placemaking and Re:Imagine Garden Grove Initiative to bring active transportation, bike and pedestrian connectivity, and public art to the forefront of the Downtown/Civic Center area transformation. In partnership with The Lab Holdings, the Cottage Industries project, will be an adaptive reuse of several historic homes to restaurants, local artisan space, and creative offices connected through a local sustainable community garden and local public art. The development team of Howard CDM and Steelcraft Garden Grove will soon break ground on their second Outdoor Urban Eatery bringing sustainable high-quality food, drink and artisans in a communal dining space all uniquely housed within recycled shipping containers.

Active Transportation efforts has further expanded with community partners including the Orange County Transportation Authority and City of Santa Ana. The OC Streetcar will be Orange County's first streetcar that will connect Santa Ana's bustling Downtown area with one of Garden Grove's busiest thoroughfares, Harbor Boulevard leading into the Grove Resort District. The OC Streetcar spans 4.1 miles from the Santa Ana Regional Transportation Center, through Downtown Santa Ana and Civic Center along the Pacific Electric right-of-way to ultimately reach the multimodal transit hub in the City of Garden Grove, in close proximity to the Willowick Golf Course, the identified Site A location for the Amazon HQ2.

One of the City's largest job creation areas is the Grove District Anaheim Resort, known as Orange County's leading family-friendly resort destination. Shared with the neighboring City of Anaheim, California, the Grove District Anaheim Resort area that is located in Garden Grove is home to several high-profile hospitality brands such as the Hyatt Regency Orange County, Marriott Suites, Sheraton and the Great Wolf Lodge Southern California. The Garden Grove District is a comfortable one-mile walk from Disneyland and the Anaheim Convention Center. Investment of new hotel developments in the Grove District is expected to reach over \$1 billion over the next five years with the latest \$350 million project by Investel Garden Grove to construct three hotels totaling 769 rooms with retail and convention space in 2018.

Garden Grove celebrates its diverse and vibrant community. The Little Saigon area has the largest population of Vietnamese-Americans in the United States, and is well-known for its food, culture, and thriving businesses. One of the City's main thoroughfares, Garden Grove Boulevard encompasses the Korean Business District that promotes and supports many international and Korean-American entrepreneurs.

The City of Garden Grove brings an entrepreneurial spirit and strives to continually excel in delivering exceptional customer service to its 11,000 businesses. Many corporate firms choose to establish their headquarter facilities in Garden Grove including: Saint Gobain, the world's leading producer of engineered, high performance polymer products; One Source Distributors, a leading wholesale distributor of electrical products and automation controls; and Lee's Sandwiches, the largest Vietnamese company operating modern bakeries and cafes.





Santa Ana

The City of Santa Ana, considered the central hub of Orange County, is located approximately 34 miles from Downtown Los Angeles, and offers access to four major freeways and a regional transit station which services Amtrak and Metrolink. The OC Streetcar Project, scheduled for completion in 2020, will connect residents and visitors to Garden Grove, Anaheim Resort District and into downtown Santa Ana. Its mass transportation infrastructure enables residents and employees to embrace a green lifestyle, commuting to work by bus, train, bicycle, and foot.

This convenience attracts a diverse population of businesses, tourists, and locals to Santa Ana's distinctive and unexpected affordable housing choices, culinary experiences, unique shopping opportunities, energetic nightlife, and cultural amenities like the Artists Village, Bowers Museum, and Historic Downtown. From gleaming, technologically advanced office buildings and innovative exhibits at the Discovery Science Center, to luxury high-rise living and distinctive restaurants, the City is committed to creating a business-friendly environment for Amazon to grow and prosper.

Santa Ana has long been the county's government powerbase, and today this historic city serves as Orange County's true downtown. With its charming streets and vibrant restaurants, Downtown Santa Ana continues to be regarded as one of Orange County's best neighborhoods and was recently named one of the "Great Places in America" by the American

Planning Association. The culture and flair of Downtown Santa Ana offers a distinctive experience in Southern California. The neighborhood is filled with eclectic restaurants, one-of-a-kind retail shops, independent breweries, weekly pop-up markets, community-driven chef incubator spaces, creative office space, live-work housing, government offices, art studios, North America's first E-sport Arena, Orange County's only independent art house cinema, and a university-run art residency complex hosting internationally renowned and emerging local artists. With its bustling nightlife and new residential scene, the Downtown has become a hot spot for visitors, tourists, and residents to get that fresh, new and exciting experience.

Santa Ana has a very large and diverse business base with over 16,000 businesses employing over 160,000 people. Santa Ana is the corporate headquarters of several large companies including Behr Paint, Medtronic, First American Corporation, and Wahoo's Fish Taco.





Orange

With its small city charm, the City of Orange offers visitors, residents, and businesses a variety of service and entertainment experiences. Old Towne Orange includes the largest historical area in California and has been voted as a “2017 Great Place in California” by The California Chapter of the American Planning Association. The Plaza area in Old Towne Orange is home to many award winning restaurants and unique retail establishments and is the location of several community events including the festive Holiday Tree Lighting Ceremony in December, October’s Treats-in-the-Streets, and September’s famous International Street Fair attended by approximately 500,000 over a three-day weekend.

With a population of 140,000+, Orange is a diverse and well educated community. Residents and businesses are drawn to Orange for its long established and renowned institutional partners including University of

California Irvine Medical Center (UCIMC), Children’s Hospital of Orange County (CHOC), St. Joseph Hospital of Orange, and Chapman University, an academically distinguished university. The presence and accessibility of prominent health care centers has made Orange the epicenter of medical research and service providers. Combined together, area hospitals as well as supporting medical resources, provide a significant number of specialty and primary care physicians all located in close proximity and serving all of Orange County.





Anaheim

Anaheim sits in the center of Southern California, perfectly situated between Los Angeles and San Diego. A full-service city, Anaheim supports more than 30 million annual visitors, 358,000 residents and 20,000 businesses. Residents, visitors and businesses are served by Anaheim's own electric and water utility, dedicated police and fire departments and a regional transit center, ARTIC, providing rail, bus and other services for daily commuters, visitors and leisure travelers.

Known the world over for the Disneyland Resort, Angels Baseball and the Anaheim Ducks hockey team, Anaheim is a business and entertainment destination with world-class amenities for residents and visitors alike. The city's downtown, known as Center City, includes the region's leading food hall, The Packing House, as well as specialty boutiques and restaurants and the Muzeo Museum and Cultural Center. Across Anaheim, the city is home to 15 craft breweries, the most in Orange County, California.

The Anaheim Convention Center is the largest on the West Coast with more than 1 million square feet of meeting space, including 200,000-square-feet of new, flexible space that is ideal for corporate and professional meetings. Anaheim is home to three major business districts. The Anaheim Resort

spans 1,100 acres and is home to Walt Disney's original theme park, Disneyland Park, as well Disney California Adventure Park, 30,000 employees, 75 hotels, restaurants, shops and the Anaheim Convention Center. The Platinum Triangle spans 820 acres and includes Angel Stadium of Anaheim, Honda Center Anaheim, ARTIC, homes, offices, restaurants, retail and a hotel with more under construction or in planning. The Anaheim Canyon is a 2,600-acre business park housing 3,000 businesses, 39,000 jobs and 10 million square feet of industrial, flex, office and medical space. New mixed-use projects with apartments, shops and restaurants are set to bring amenities and homes close to where people work. The area is served by the Anaheim Canyon Metrolink Station.

Across Anaheim, development opportunities that mix urban-style homes with shops, restaurants and other uses are abundant. With leading amenities, infrastructure and room for growth, Anaheim is a regional asset for all of Southern California.





City of Anaheim
OFFICE OF THE CITY MANAGER

October 16, 2017

Amazon
Office of Economic Development
c/o Site Manager Golden
2121 7th Avenue,
Seattle, WA 98121

**Re: Amazon Proposal from Cities of Santa Ana and Garden Grove in
Collaboration with the Cities of Anaheim and Orange**

On behalf of the City of Anaheim, I am writing in support of the proposal between the Cities of Santa Ana and Garden Grove in collaboration with the Cities of Anaheim and Orange in order to secure Amazon's second headquarters (HQ2) for Orange County.

The opportunity to collaborate in a four-city approach, (cities of Santa Ana, Garden Grove and Orange) is extremely unique as each one of our cities presents distinctive opportunities to accommodate all that Amazon seeks for its new headquarters. Together, our boundaries of four communities represent a region that not only has the necessary infrastructure and developable space, but also a long-standing commitment to innovation, maintaining a stable business climate, economic growth, and an available workforce.

In particular, the City of Anaheim is home to the largest Convention Center on the west coast, world-renowned Disneyland Resort, as well as Angel Stadium and the Honda Center serving as homes to our championship teams the Los Angeles Angels of Anaheim and Anaheim Ducks. Anaheim also has a diverse economy that includes health care, manufacturing, light industrial in addition to hospitality and tourism. Our workforce is equally diverse and would provide an exceptional employee base for a future Amazon headquarters in Orange County.

With a population of over three million people, Orange County is a dynamic region with much to offer and already home to some of the world's top companies. With our proximity to key distribution routes, a strong customer base, well-educated workforce, ideal climate, and of course our incredible neighborhoods, Orange County is certainly a destination where businesses can thrive.

For these reasons, we are proud to stand in collaboration with our partners on this unique opportunity to bring Amazon to Orange County and we look forward to further exploring opportunities throughout this process.

Sincerely,

Linda Andal
Interim City Manager

200 S. ANAHEIM BLVD.
SUITE 733
ANAHEIM, CA 92805
TEL (714) 765-5162
FAX (714) 765-5164
www.anaheim.net





CITY OF ORANGE

CITY MANAGER

PHONE: (714) 744-2222 • FAX (714) 744-5147

October 16, 2017

Amazon
Office of Economic Development
c/o Site Manager Golden
2121 7th Avenue
Seattle, WA 98121

Re: Amazon Proposal from Cities of Santa Ana and Garden Grove

Dear Site Manager:

As a neighboring city and partner with the Cities of Santa Ana and Garden Grove, the City of Orange endorses the joint proposal for the development of Amazon's 2nd Headquarters in the City of Santa Ana.

The City of Orange is home to a vibrant and diverse community. Orange is a thriving city that has become a popular destination due to attractions such as the bustling energy of Chapman University, the charm of an award-winning Old Towne, and advanced medical centers including the University of Irvine Medical Center, Children's Hospital of Orange County, and St. Joseph's Hospital. As a result, the City maintains a stable, viable, and successful economic base in Orange County.

The City of Orange supports the collaboration of the Cities of Santa Ana and Garden Grove in proposing Amazon's HQ2 in the City of Santa Ana.

Sincerely,

A blue ink signature of Rick Otto, the City Manager.

Rick Otto
City Manager





GARDEN GROVE UNIFIED SCHOOL DISTRICT

10331 Stanford Avenue • Garden Grove, CA 92840-6353
Phone: (714) 663-6000 • Fax: (714) 663-6100

BOARD OF EDUCATION

Lan Quoc Nguyen
President

Bob Harden
Vice President

Walter Muneton
Dina L. Nguyen
Teri Rocco

SUPERINTENDENT
Gabriela Mafi, Ed. D.

Jeff Bezos
1200 12th Avenue South, Ste. 1200
Seattle, WA 98144

Dear Mr. Bezos,

I am writing this letter on behalf of the Garden Grove Unified School District (GGUSD) to encourage Amazon to strongly consider the proposal from the cities of Garden Grove and Santa Ana for the new Amazon second headquarters.

The Garden Grove Unified School District is committed to preparing its nearly 45,000 students to become successful and responsible citizens who contribute and thrive in a diverse society. To ensure student success, we provide a rigorous and supportive academic experience that motivates all learners to meet high expectations. Students receive an exceptional education at our award-winning schools. The GGUSD is a leader in college and career readiness with a greater number of students meeting rigorous college entrance exams than other districts in the county or state.

Garden Grove Unified School District students have demonstrated significant growth this year and exceeded state averages at all grade levels in both math and English on the state's Smarter Balanced Summative Assessments (SBAC) test. Over 67 percent of GGUSD students met or exceeded standards in English Language Arts (ELA) in eleventh grade, and 55 percent of third graders met or exceeded standards in math. District scores on the 2017 SBAC improved considerably across all grade levels from 2015, and most grade levels saw steady growth from 2016. Over a two year period, students who met or exceeded standards grew from 39 to 47 percent in math and from 49 to 57 percent in ELA. In third, sixth, and eighth grade ELA and eighth grade math, GGUSD students outperformed the average number of students in the County of Orange who met or exceeded state standards.

The District has worked in partnership with the City of Garden Grove in strategic initiatives that have resulted in positive experiences as a result of working with strong leadership from the city's mayor and city council and staff members. We have been partners and part of the city's successful track record. We at GGUSD feel Amazon will have similar positive results as the District has experienced.

Once again, we would like Amazon to consider the proposal from the cities of Garden Grove and Santa Ana for the new Amazon second headquarters. If you have any questions, please feel free to call me at (714) 663-6111.

Sincerely,

Gabriela Mafi, Ed.D.
Superintendent





First American

October 19, 2017

Amazon
Office of Economic Development
c/o Site Manager Golden
2121 7th Avenue,
Seattle, WA 98121

Re: Amazon Proposal from Cities of Santa Ana and Garden Grove

Dear Site Manager:

As a local Fortune 500 company doing business in the City of Santa Ana, I would like to express our support for the joint proposal to attract Amazon's 2nd Headquarters to the City of Santa Ana.

A healthy and stable business climate is a key ingredient to the long term success of a company. For over 28 years, First American Title Corporation has been doing business in the City of Santa Ana. The City has shown its commitment to creating an atmosphere that incorporates all aspects of life: business, residential, arts, culture and entertainment. This has been important for our business structure as well as our employees that spend time working in the City's environment.

We would like to express our sincere support for the attraction of Amazon to the City of Santa Ana and feel the addition of Amazon and its employees would benefit the entire Orange County region.

Sincerely yours,

Elise Luckham
VP, Director of Corporate Real Estate
First American Corporation



First American



October 19, 2017

Amazon
Office of Economic Development
c/o Site Manager Golden
2121 7th Avenue,
Seattle, WA 98121

Re: Amazon Proposal from Cities of Santa Ana and Garden Grove

Dear Site Manager:

As the top sales tax producer for the the City of Santa Ana, I would like to express our support for the joint proposal to attract Amazon's 2nd Headquarters to the City of Santa Ana.

A healthy and stable business climate is a key ingredient to the long term success of a company. For 30 years, MainPlace Mall has served as a strong economic contributor to the community providing retail and lifestyle options for residents and visitors to the City of Santa Ana. The City has demonstrated its commitment to creating a community that incorporates all aspects of life: business, residential, arts, culture and entertainment. This has been important for our business structure as well as our employees that spend time working in the City's environment.

We would like to express our sincere support for bringing Amazon HQ2 to the City of Santa Ana and feel this organization and the jobs it will provide will benefit the entire Orange County region.

Sincerely yours,

Jonathan Maher
General Manager
MainPlace Mall
Centennial Real Estate
jmaher@centennialrec.com

2800 N. Main Street, Suite 775, Santa Ana, CA 92705
T 714.547.7800 F 714.547.2643





Jeff Bezos
1200 12th Avenue South
Suite 1200
Seattle, WA 98144

October 13, 2017

Dear Mr. Bezos,

I am writing this letter to encourage Amazon to consider the proposal from the cities of Garden Grove and Santa Ana, as the new location for the second headquarters for Amazon.

Saint-Gobain has worked in partnership with The City of Garden Grove for our recent business expansion. We have found, in working with the city, that they are very supportive in providing a business friendly work environment and have expedited portions of the process which has allowed us to meet critical project milestones to support our increase in business.

Saint-Gobain has a 352 year history, starting with the manufacturing and installation of all the glass in the Palace of Versailles to our Performance Plastics Group. Saint-Gobain Performance Plastics is the world's leading producer of engineered, high-performance polymer products and serves virtually every major industry across the globe. Backed by a proud hertiage of product innovation, technological expertise and market leadership, Saint-Gobain is dedicated to working with its customers to solve today's application issues and the challenges that lie ahead.

We value the relationship with the city and trust that you will find them to be a very strong partner for your second headquarter project. If you have any questions feel free to call me directly.

A handwritten signature in black ink, appearing to read "Sigrid Valk", with a long horizontal line extending to the right.

Sigrid Valk
Plant Manager – Garden Grove
Saint-Gobain, PPL



Jeff Bezos
1200 12th Avenue South
Ste 1200
Seattle, WA 98144,

Mr. Bezos

I am writing this letter on behalf of the Garden Grove Tourist Improvement District GGTID to encourage Amazon to strongly consider the proposal from Garden Grove and Santa Ana for the new Amazon second headquarters.

The City of Garden Grove has helped form the Garden Grove Tourist Improvement District GGTID and development of new Grove District Hotels, which today consist of 10, resort hotels with over 4000 hotel rooms and now the largest employer in the city with nearly 3000 Jobs. The Grove District hotels will be connected to the new proposed Amazon HQ2 Greenfield site via a new OC Street Car system by 2020.

The City is passionate driven and empowered to bring large-scale development to fruition including the \$300MM Great Wolf Lodge Resort. The GGTID has experienced working with Garden Grove and have found the city to be and progressive in its leadership from including its Mayor and City Council and staff members. We have been partners and part of the city's successful track record.

Once again we would like Amazon to consider the proposal from Garden Grove and Santa Ana for the new Amazon second headquarters. If you have any questions feel free to call me at 714 539-3300.



Jim Durslag
President
Garden Grove Tourist Improvement District GGTID



GROVE DISTRICT
ANAHEIM RESORT



3750 Long Beach Blvd., Suite 200
Long Beach, CA 90807

October 13, 2017

Mr. Jeff Bezos
Chief Executive Officer
Amazon
1200 12th Avenue South, Suite 1200
Seattle, WA 98144

RE: Amazon HQ2 in the City of Garden Grove, California

Dear Mr. Bezos and team:

Experiences, walkability, education, jobs, economic development, real estate, opportunities. Dreamers. Entrepreneurs. Do-ers. These are a few ways to describe the City of Garden Grove, California. The Honorable Mayor Steve Jones, City Manager Scott Stiles, and their team don't just talk about community development, thriving economy, and quality of life – they strategically execute their vision to "Re:Imagine" Garden Grove. The collective enthusiasm between the City, SteelCraft and Howard CDM caused SteelCraft Garden Grove, a \$5 million deal, to close in just 60 days.

Garden Grove has a clear vision with an incredibly passionate team of individuals involved with the City's growth initiatives and unparalleled momentum. Throughout our team's outreach, we have gotten to know the people who make up the Garden Grove community. There are first-generation citizens who were raised by entrepreneurs who sought the "American Dream." There are multi-generational households. There are educators and achievers pursuing strong careers in the surrounding neighborhoods. What excites us most about Garden Grove is this humility for its past coupled with the hunger for its future. The City is eager to create synergy between the historic core and future developments through enhanced connectivity, street activation, community engagement, live entertainment, and extended hours to service the community's bustling night life, all while maintaining Garden Grove's existing charm.

When we mention SteelCraft is bringing its second location to Garden Grove, faces light up. There's something about Garden Grove that people are intuitively excited about. There is no doubt that the diversity and vibrancy of Garden Grove will continue to attract top developers, firms, establishments and talent to the area in the years to come. Its proximity to Disneyland, Los Angeles, Long Beach and tech hubs like Irvine, are merely an added bonus.

Please do not hesitate to reach out if you have any questions. Thank you for your time.

Regards,

Martin D. Howard
President/CEO, Howard CDM
Managing Partner, SteelCraft Long Beach, LP

howardcdm.com

CONSTRUCTION | DEVELOPMENT | MANAGEMENT





October 16, 2017

Jeffrey Bezos
1200 12th Avenue South
Suite 1200
Seattle, WA 98144

Dear Mr. Bezos,

Since our formation in 1997, House Foods America has always strived toward a vision of promoting healthy eating among American consumers. While tofu is widely popular in Asia, we still have a long way to go before it earns diet-staple status in the West. We will continue to work hard until we gain the wide recognition that our healthy products deserve. Our highest priority is bringing new ideas to American people about what tofu is and how it can be incorporated in theirs and their families' diets.

We know that as our company grows, so does our responsibility to the environment. While working to direct food trends in the U.S. toward healthy ingredients, we also intend to extend our reach from promoting a healthy diet to promoting a healthy environment. I speak on behalf of all of House Foods when I pledge our constant contribution to the enrichment of global environmental protection. Our most recent installation of rooftop solar electric panels at our California facility has helped us to reduce emissions, but there is always room for improvement and growth.

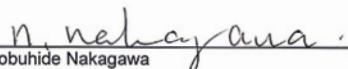
We strongly encourage you to consider Garden Grove as the second home for Amazon Headquarters II. The City's central location from Los Angeles, Disneyland, and San Diego make it an ideal location for an active lifestyle for your employees. Orange County's motto "forever summer" means little rain and an average temperature of 72 degrees, this is the ultimate Southern California Lifestyle.

The City of Garden Grove is currently updating their Strategic Plan and business growth, retention and promotion remains a priority for the City. With a strong industrial park, tourism district and small business community, the City will work with Amazon's team to make the move to the City a natural transition.

I hope you consider Garden Grove as the next Amazon Headquarters II. If you have additional questions, please do not hesitate to contact me anytime.

Thank you.

Sincerely,


Nobuhide Nakagawa
President

House Foods America Corporation 7351 Orangewood Ave, Garden Grove, CA 92841 Tel: 714.901.4350 Fax: 714.901.4235
801 Randolph Road, Somerset, NJ 08873 Tel: 732.537.9500 Fax: 732.537.0500





949.270.9400
iteris.com

1700 Carnegie Avenue, Suite 100
Santa Ana, CA 92705

October 19, 2017

Amazon
Office of Economic Development
c/o Site Manager Golden
2121 7th Avenue,
Seattle, WA 98121

Re: Amazon Proposal from Cities of Santa Ana and Garden Grove

Dear Site Manager:

As a high technology company doing business in the City of Santa Ana, I would like to express our support for the joint proposal to attract Amazon's 2nd Headquarters to the City of Santa Ana.

A healthy and stable business climate is a key ingredient to the long term success of a company. For over 10 years, Iteris has been doing business in the City of Santa Ana. The City has shown its commitment to creating an atmosphere that incorporates all aspects of life: business, residential, arts, culture and entertainment. This has been important for our business structure as well as our employees that spend time working in the City's environment.

We would like to express our sincere support for the attraction of Amazon to the City of Santa Ana and feel the addition of Amazon and its employees would benefit not only the city, but also the entire Orange County region.

Sincerely yours,

Todd Kreter
Sr. VP/GM
Iteris, Inc.



labholdingllc



October 16, 2017

Mr. Jeffrey Bezos
Amazon
1200 12th Avenue South, Suite 1200
Seattle, WA 98144

Dear Mr. Jeffrey Bezos,

We are very excited about the possibility to have the Amazon family in our city.

Orange County benefits from a unique diversification of culture, economy, talent pool, and geography making it a wonderful location for a balanced business and home lifestyle.

Garden Grove and Anaheim are at the core of Orange County. The central location and ease of accessibility with the surrounding freeways make this area the heart of the 34 cities in the County.

As you are aware our firm has made a substantial investment in both cities and will continue to invest here based on the future we see for this area.

I am confident that the leadership at Amazon will see the unique geographic benefits, the progressive leadership within these cities and the massive opportunity to select this area as their Southern California home.

Best Regards,

A handwritten signature in blue ink, appearing to read 'Shaheen Sadeghi', written over a horizontal line.

Shaheen Sadeghi
CEO, Lab Holding LLC

T 714 966 6661 709 Randolph Avenue
F 714 966 1177 Costa Mesa, CA 92626





City of Garden Grove

Scott C. Stiles, ICMA-CM

City Manager
11222 Acacia Parkway
Garden Grove, CA 92840
Office: 714-741-5100
Email: ssstiles@garden-grove.org

Lisa L. Kim

Community and Economic Development Director
11222 Acacia Parkway
Garden Grove, CA 92840
Office: 714-741-5148
Email: lisak@garden-grove.org

City of Santa Ana

Cynthia J. Kurtz

Interim City Manager
20 Civic Center Plaza
Santa Ana, CA 92701
Office: (714) 647-5200
Email: CKurtz@santa-ana.org

Robert Zur Schmiede

Interim Executive Director for Community Development
20 Civic Center Plaza
Santa Ana, CA 92701
Office: (714) 647-5336
Email: RZurSchmiede@santa-ana.org

City of Orange

Rick Otto

City Manager
300 E. Chapman Ave.
Orange, CA 92866
Office: 714-744-2222
Email: rotto@cityoforange.org

Susan Galvan

Senior Economic Development Project Manager
300 E. Chapman Ave.
Orange, CA 92866
Office: 714-744-2207
Email: sgalvan@cityoforange.org

City of Anaheim

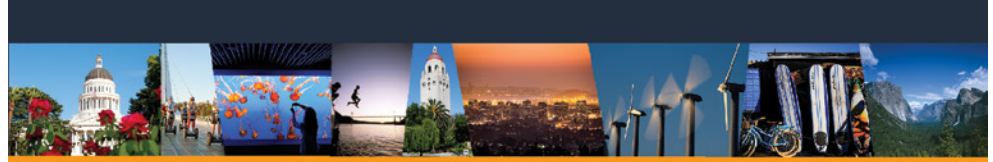
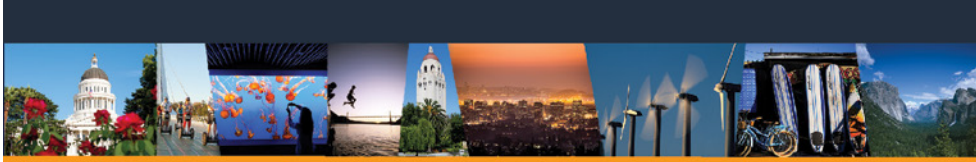
Linda Andal

Interim City Manager
200 S. Anaheim Blvd
Anaheim, CA 92805
Office: 714-765-5162
Email: landal@anaheim.net

Jessica Gonzales

Economic Development Manager
201 S. Anaheim Blvd
Anaheim, CA 92805
Office: 714-765-4318
Email: jgonzales1@anaheim.net

CALIFORNIA STATE INCENTIVES



California State Incentives and Permit Streamlining

This section outlines the state incentives and permit streamlining available to a project selected in California. We have a proven record of working with firms that make significant investments in our state. We have a number of flexible programs that can be tailored to meet your needs. For example, the state worked closely with industry and local government to bring the B-21 long range strike bomber contract to California. The information in this section responds to questions 2, 3 and 4 of your request for proposal.

California Competes Tax Credit

The California Competes Tax Credit program is a negotiated income tax credit awarded to competitive applicants for proposed growth in hiring and capital investment. It has spurred jobs and economic investment across the state. The Governor will propose an extension of five years in the 2018-19 State budget. The budget is released January 10, 2018, and must be approved no later than June 15, 2018.

Should California be selected as a potential Amazon HQ2 location, the Administration will work with the Legislature to pass legislation that provides certainty to Amazon in accessing these tax credits. Under current regulations, up to \$40 million annually for five years (up to \$200 million total) may be made available, and the credits can be carried forward for six years.

Workforce Development and Training Programs

California recognizes that Amazon's HQ2 will require top technical and managerial talent. California is currently making significant investments in training through programs like the Strong Workforce Program (a \$1 billion program) and the Workforce Accelerator program.

The state is committed to linking Amazon with state and local workforce partners to accelerate skill development, create new apprenticeship models and strengthen the workforce base through the aforementioned programs. The Governor will work with Amazon and local community colleges and other stakeholders to designate funds to meet Amazon's workforce needs.

The state can also promote skill-development through its Employment Training Panel (ETP), a state agency that provides funds to offset costs for job skills training. The ETP can provide up to \$10 million in funding for the Amazon HQ2 annually for the next ten years (up to \$100 million total) as Amazon hires and trains its workforce at the new location and ETP funding is contingent upon contract approval by the panel.

Streamlined Permitting and Environmental Review

California understands that speed and certainty are two key contributors to successful projects. The Governor is committed to establishing a multi-agency "strike team" for a project the size of Amazon HQ2 that will facilitate and expedite all permits and approvals. The strike team will be led by the director of the Governor's Office of Business and Economic Development (GO-Biz) and include leaders from appropriate regulatory agencies, and will coordinate with relevant utility service providers.

California has taken significant steps in recent years to streamline the California Environmental Quality Act (CEQA) process for priority projects. CEQA requires public agencies to identify the significant environmental impacts of a project



and to avoid or mitigate them, if feasible. This year, AB 246 extended the Jobs and Economic Improvement through Environmental Leadership Act of 2011 (AB 900) which expedites judicial review for any CEQA challenges to projects that meet energy conservation standards and transportation efficiencies and create good-paying jobs. Another example of actions we have taken to expedite a project is legislation (SB 743) that promoted the speedy construction of the new Sacramento Kings arena, the Golden 1 Center, by carefully limiting judicial remedies and permitting portions of that project to proceed prior to completion of CEQA review. The Governor is prepared to pursue additional legislative relief for the Amazon HQ2 project through an expedited process when the legislature reconvenes in January 2018.

Transportation Solutions

In California we have a proven track record of working with the private sector on innovative solutions to deliver transportation projects that expedite and improve our transportation systems. In the spring of 2016 the California State Transportation Agency Secretary, Brian Kelly, met with local government officials, Silicon Valley employers and community advocates to discuss transportation improvements to the 101 corridor. This focused workgroup has been successful in expediting environmental review and focusing state and local efforts on projects that will deliver accelerated improvements to the 101 corridor. As part of the transportation funding package, \$250 million annually will be provided for innovative congestion relief efforts like the 101 corridor. The Governor is committed to working with Amazon, local governments and other community advocates on innovative approaches to address transportation issues around an Amazon HQ2 project in California.

Workforce Housing

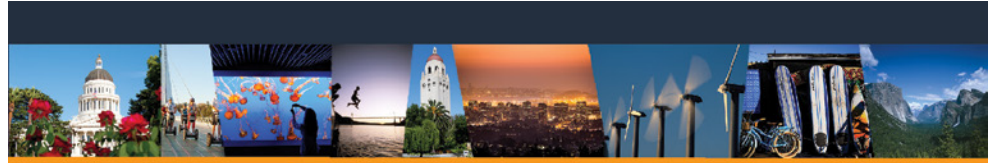
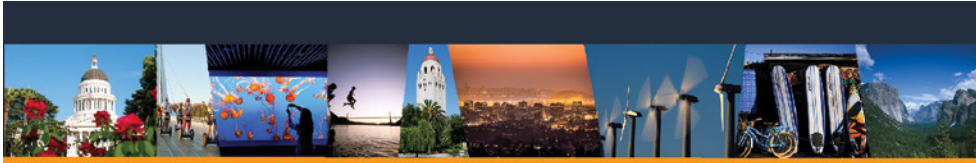
In California we understand that workforce housing is a critical factor to consider when making a siting decision. We have recently passed a permanent funding source, a housing bond and a package of reform measures that will increase housing supply in California, including workforce housing. Beginning in 2019, the state will direct approximately \$37 million annually for workforce housing that serves lower to moderate income households. The Governor is committed to working with Amazon, local governments and other advocates to create innovative partnerships that address workforce housing issues around an Amazon HQ2 project in California.

Environmental Stewardship



California is leading the way on reducing greenhouse gas emissions and making investments in technologies and projects that aid the transition of the state's economy. This year the state is allocating over \$1 billion in revenues from the cap and trade program to programs that reduce greenhouse gas emissions, including investments that increase the deployment of zero-emission vehicles (ZEVs) and necessary infrastructure. The state has also invested in Transformational Climate Communities that take an innovative and coordinated approach to reducing greenhouse gas emissions and provide local economic, environmental and health benefits to disadvantaged communities. For example, should Amazon choose to provide shuttle buses for its employees on and around its HQ2 campus, state net zero incentives could help with the acquisition of such buses. The Governor is committed to working with Amazon, the state legislature and other stakeholders to meet shared environmental stewardship goals, including the implementation of sustainability strategies for the community around an Amazon HQ2 project.

CALIFORNIA STATE INCENTIVES



Local Government Incentives

The Governor has just approved the extension of the Capital Investment Incentive Program (AB 755) that authorizes regional and local governments to offer property tax abatement to a qualified business for up to 15 years for large projects like the Amazon HQ2 project.

Other Financial Incentives Available

The following tables list other financial incentives available to Amazon. As we learn more about the investments Amazon may make in California, we stand ready to work with the company to estimate the value of the incentives that could be available from the following targeted programs.

Other Available Tax Credits

Benefit Name (Program/Service)	Calculation/ Value	Limits	Requirements	Process Duration
Research Credit	15% of excess of qualified expenses, plus 24% of basic research payments	None	Form 3523	Filed with annual tax return
Film and TV Production Credit – Relocating TV Series	Up to \$25,000,000	Credits apply to the first \$10,000,000 of qualified expenditures	Application Required	30+ days
Film and TV Production Credit – Independent Films	Up to \$2,500,000	Credits apply to the first \$10,000,000 of qualified expenditures	Application Required	30+ days
Film and TV Production Credit – Feature Films, MOW and Mini, New TV Series and pilots	Up to \$20,000,000	Credits apply to the first \$10,000,000 of qualified expenditures	Application Required	30+ days
Film and TV Production Credit – Credit Uplift (out of zone)	N/A	The maximum credit a production can earn is 25%	Application Required	30+ days

Sales and Use Exemptions and Exclusions

Benefit Name (Program/Service)	Calculation/ Value	Limits	Requirements	Process Duration
Advanced Manufacturing, Advanced Transportation, Alternative Source, and Recycled Feedstock Cash Discounts Cogeneration Technology Common Carriers Consumer Cooperatives Containers Custom Computer Programs Delivery to Export Packers Interstate and Foreign Commerce Leases of Mobile Transportation Equipment Purchases in Foreign Countries Real property Research and Development Space Flight Property Storage and Use Exclusion Tax-paid purchases resold Transportation Charges Travel Accommodations Teleproduction and Post production equipment (Use) Tax Credit for Tax Paid to Other States Youth Organizations	Exemptions from the state's portion of the sales and use tax	Limits vary. The maximum limit for total R&D exemptions in a calendar year is \$200,000,000 in exemption	File certificate, where applicable	Immediate upon purchase

Property Tax Abatements

Benefit Name (Program/Service)	Calculation/ Value	Limits	Requirements	Process Duration
New Solar Energy System Exclusion	1% statewide, plus any local add-on	No limit	County assessor form where/when required	N/A