

**FIRST AMENDMENT TO AN AGREEMENT FOR DEVELOPMENT INCENTIVES BY
AND BETWEEN THE CITY OF BRIGHTON, COLORADO AND
AMPRIUS TECHNOLOGIES, INC.**

THIS FIRST AMENDMENT (“First Amendment”) is entered into this ___ day of _____ 2024 (the “Effective Date”) by and between the City of Brighton, Colorado, a municipal corporation (the “City”) and Amprius Technologies, Inc., a Delaware corporation (the “Company”). The City and Company may be referred to herein collectively as the “Parties” and individually as a “Party.”

RECITALS

WHEREAS, the City Council of the City of Brighton, Colorado (“City Council”) approved by Resolution No. 2023-22, An Agreement for Development Incentives by and between the City of Brighton, Colorado and Amprius Technologies, Inc. (the “Agreement”); and

WHEREAS, the Agreement contemplates that the Project will open to the public by June 1, 2024; and

WHEREAS, the Company requires additional time to complete the build-out of the Project; and

WHEREAS, the Parties desire to amend the Agreement to reflect the additional time necessary to complete the build-out of the Project.

NOW, THEREFORE, in consideration of the recitals, promises, mutual covenants, and agreements herein contained, together with other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the City and the Company agree as follows:

AGREEMENT

1. Opening Date. Section 1.4 of the Agreement is hereby amended as follows:

“Opening Date” shall be the first day that the Project is open to the general public for business and shall not be later than June 1, 2025, as specified in Section 4 herein.

2. Construction of Project. Section 4 of the Agreement is hereby amended as follows:

Company shall begin construction of the Project after receiving zoning approval for Project’s permitted use, which approval is anticipated to be completed by September 30, 2023, and continuously pursue construction of the Project until completion. The Company shall open the Project to the general public for business by the Opening Date.

3. Capitalized terms not defined herein shall have the meaning ascribed to them in the Agreement.

4. All other provisions not modified or amended herein are hereby ratified in their entirety and remain in full force and effect.

IN WITNESS WHEREOF, the Parties have executed this Agreement as of the Effective Date.

CITY OF BRIGHTON

GREGORY MILLS, Mayor

ATTEST:

NATALIE HOEL, City Clerk

APPROVED AS TO FORM:

YASMINA GIBBONS, Deputy City Attorney

[Acknowledgements continue on following page.]

AMPRIUS TECHNOLOGIES, INC.,
a Delaware corporation

By: _____
Sandra Wallach, Chief Financial Officer

STATE OF _____)
) ss.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____
2024, in her capacity as Chief Financial Officer of Amprius Technologies, Inc.

WITNESS my hand and official seal.

Notary Public
My commission expires: _____