

SERIES 2012A ALLONGE

ALLONGE DATED SEPTEMBER 6, 2022 ATTACHED TO THE TAX-EXEMPT MULTI-MODE VARIABLE RATE REVENUE BONDS (THE SPRINGBROOK NY, INC. PROJECT), SERIES 2012A DATED JULY 25, 2012, PAYABLE TO CITIZENS BANK, N.A., FORMERLY KNOWN AS RBS CITIZENS, N.A., AS REGISTERED OWNER.

Pursuant to a resolution of the board of directors of the Otsego County Capital Resource Corporation (the "Issuer") on June 23, 2022 (the "Authorization Resolution") and a Third Omnibus Amendment to the Indenture and Related Financing Documents dated as of September 6, 2022 (the "Third Omnibus Amendment"), the following changes are made to the Tax-Exempt Multi-Mode Variable Rate Revenue Bonds (The Springbrook NY, Inc. Project), Series 2012A in the original aggregate principal amount of \$2,500,000 (the "Series 2012A Bonds") originally issued on July 25, 2012:

1. The first paragraph under the heading "(Purchase on Demand)" in the Series 2012A Bonds is hereby deleted in its entirety and in lieu thereof there is substituted the following, effective as of September 1, 2022:

"This Bond will be subject to demand for purchase at the election of the Bank in whole upon the Business Day immediately following the date upon which the Bank shall notify the Institution, the Issuer and the Trustee that an Event of Default has occurred and is existing under the Bond Purchase Agreement and directing that the Bonds be purchased by the Institution."

2. The paragraph under the heading "(General Optional Redemption)" in the Series 2012A Bonds is hereby deleted in its entirety and in lieu thereof there is substituted the following, effective as of September 1, 2022:

"During the Bank Purchase Rate Period, the Series 2012A Bonds are prepayable at the election of the Institution at par at any time, in whole or in part, in amounts of \$100,000 or any integral multiple of \$5,000 in excess thereof. The Institution shall notify the Trustee and the Bondowner of the date and amount of any such prepayment in writing not later than 1:00 p.m., EST, at least three (3) Government Securities Business Days in advance thereof."

3. Except as described above, all other terms and conditions of the Series 2012A Bonds remain unchanged and are hereby ratified, confirmed, and approved in all respects.

4. This Allonge may be executed in counterparts and shall be affixed as an Allonge to the Series 2012A Bonds.

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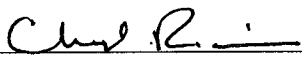
IN WITNESS WHEREOF, OTSEGO COUNTY CAPITAL RESOURCE CORPORATION has caused this Allonge to be executed in its name by the manual or facsimile signature of an authorized officer of the Issuer and its corporate seal to be hereunto affixed, impressed, imprinted or otherwise reproduced hereon and attested by the manual or facsimile signature of its Secretary or Assistant Secretary, all as of the date and year first above written.

(SEAL)

OTSEGO COUNTY CAPITAL  
RESOURCE CORPORATION

ATTEST:

BY:   
Authorized Officer

  
(Assistant) Secretary

CONSENT BY THE INSTITUTION

Springbrook NY, Inc., as beneficiary of the Series 2012A Bonds, hereby approves and consents to the execution and delivery of this Allonge by the Issuer and agrees to be bound by all of the terms and provisions of the Series 2012A Bonds as amended by this Allonge.

SPRINGBROOK NY, INC.

BY: \_\_\_\_\_  
Authorized Officer

ACCEPTANCE BY THE TRUSTEE

Manufacturers and Traders Trust Company, as trustee for the holders of the Series 2012A Bonds, hereby accepts, at the direction of the Bank, this Allonge executed and delivered by the Issuer.

MANUFACTURERS AND TRADERS  
TRUST COMPANY, as Trustee

BY: \_\_\_\_\_  
Authorized Officer

IN WITNESS WHEREOF, OTSEGO COUNTY CAPITAL RESOURCE CORPORATION has caused this Allonge to be executed in its name by the manual or facsimile signature of an authorized officer of the Issuer and its corporate seal to be hereunto affixed, impressed, imprinted or otherwise reproduced hereon and attested by the manual or facsimile signature of its Secretary or Assistant Secretary, all as of the date and year first above written.

(SEAL)

OTSEGO COUNTY CAPITAL  
RESOURCE CORPORATION

ATTEST:


BY: \_\_\_\_\_  
Authorized Officer

\_\_\_\_\_  
(Assistant) Secretary

CONSENT BY THE INSTITUTION

Springbrook NY, Inc., as beneficiary of the Series 2012A Bonds, hereby approves and consents to the execution and delivery of this Allonge by the Issuer and agrees to be bound by all of the terms and provisions of the Series 2012A Bonds as amended by this Allonge.

SPRINGBROOK NY, INC.

BY:  \_\_\_\_\_  
Authorized Officer

ACCEPTANCE BY THE TRUSTEE

Manufacturers and Traders Trust Company, as trustee for the holders of the Series 2012A Bonds, hereby accepts, at the direction of the Bank, this Allonge executed and delivered by the Issuer.

MANUFACTURERS AND TRADERS  
TRUST COMPANY, as Trustee

BY: \_\_\_\_\_  
Authorized Officer

IN WITNESS WHEREOF, OTSEGO COUNTY CAPITAL RESOURCE CORPORATION has caused this Allonge to be executed in its name by the manual or facsimile signature of an authorized officer of the Issuer and its corporate seal to be hereunto affixed, impressed, imprinted or otherwise reproduced hereon and attested by the manual or facsimile signature of its Secretary or Assistant Secretary, all as of the date and year first above written.

(SEAL)

OTSEGO COUNTY CAPITAL  
RESOURCE CORPORATION

ATTEST:

BY: \_\_\_\_\_  
Authorized Officer

\_\_\_\_\_  
(Assistant) Secretary

CONSENT BY THE INSTITUTION

Springbrook NY, Inc., as beneficiary of the Series 2012A Bonds, hereby approves and consents to the execution and delivery of this Allonge by the Issuer and agrees to be bound by all of the terms and provisions of the Series 2012A Bonds as amended by this Allonge.

SPRINGBROOK NY, INC.

BY: \_\_\_\_\_  
Authorized Officer

ACCEPTANCE BY THE TRUSTEE

Manufacturers and Traders Trust Company, as trustee for the holders of the Series 2012A Bonds, hereby accepts, at the direction of the Bank, this Allonge executed and delivered by the Issuer.

MANUFACTURERS AND TRADERS  
TRUST COMPANY, as Trustee

BY: Museer A. Aued  
Authorized Officer

CONSENT BY THE BANK

Citizens Bank, N.A., formerly known as RBS Citizens, N.A., as registered owner of the Series 2012A Bonds, hereby approves and consents to the execution and delivery of this Allonge by the Issuer.

CITIZENS BANK, N.A., formerly known as  
RBS Citizens, N.A., as registered owner

BY: *Patricia R. Green*  
Authorized Officer