GRANTEE ADDRESS: Valara Holdings LLC, Attn Susan Healey
~~32 Avenue of the Americas, 26th Floor~~
New York, NY 10013

| | | |
|---|---|---|
| **STATE OF SOUTH CAROLINA** | ) | |
| | ) | **TITLE TO REAL ESTATE** |
| **COUNTY OF SPARTANBURG** | ) | **LIMITED WARRANTY** |

THIS LIMITED WARRANTY DEED, executed as of the 7th day of March, 2025, by **KOHLER CO.**, a Wisconsin corporation (hereinafter collectively referred to as the "Grantor") to **VALARA HOLDINGS LLC**, a Delaware limited liability company (hereinafter referred to as the "Grantee")

IN CONSIDERATION of the sum of **Twenty Million Five Hundred Thousand and 00/100 Dollars ($20,500,000.00)** the receipt and sufficiency of which is acknowledged by Grantor, Grantor has granted, bargained, sold and released, and by this Deed grants, bargains, sells and releases, subject to the easements, restrictions, covenants, reservations and conditions referenced specifically or generally below, to Grantee, its successors and assigns, the following real property:

**SEE ATTACHED EXHIBIT A FOR A PROPERTY DESCRIPTION**

THIS conveyance is made subject to all covenants, restrictions, easements, rights-of-way, and other matters of record, affecting the within described property and such matters as would be shown by a current plat and an inspection of the property.

TOGETHER with all and singular rights, members, hereditaments and appurtenances belonging or in any way incident or appertaining thereto;

TO HAVE AND TO HOLD all and singular said property unto Grantee, its successors and assigns forever subject to the easements, restrictions, covenants, reservations and conditions referenced specifically or generally above.

SUBJECT TO the easements, restrictions, covenants, reservations and conditions referenced specifically or generally above, Grantor covenants to warrant and forever defend all and singular said property unto Grantee, its successors and assigns, from and against Grantor and its successors and assigns and any person or persons lawfully claiming or to claim the same, or any part thereof, by through, or upon Grantor, but not otherwise.

DEE-2025009936
Recorded 14 on 03/10/2025 03:01:30 PM
Recording Fee: $15.00 County Taxes: $22,550.00 State Taxes: $53,300.00
Office of REGISTER OF DEEDS, SPARTANBURG, S.C.
ASHLEY B. WILLIAMS REGISTER OF DEEDS
BK:DEE 150-T PG:446-459

WITNESS the Grantor's hand and seal this 7th day of March, 2025.

SIGNED, SEALED AND DELIVERED IN ~~THE~~ PRESENCE OF:

Witness #1

Witness #2/Notary Public

GRANTOR:

**KOHLER CO., a Wisconsin corporation**

By: ______________________

Print Name: Heath Holtz
Title: Chief Operations & Supply Chain Officer

STATE OF Wisconsin )
COUNTY OF Sheboygan )

ACKNOWLEDGEMENT

The foregoing instrument was duly acknowledged before me this 4th day of March, 2025, by Heath Holtz, Chief Operations & Supply Chain Officer of Kohler Co., a Wisconsin corporation, on behalf of the corporation.

Print Name: Nicole A. Paterson
Notary Public for the State of Wisconsin
My Commission Expires: Permanent

NICOLE A. PATERSON NOTARY PUBLIC STATE OF WISCONSIN

**EXHIBIT A**
(Legal Description)

TRACT 1:

ALL those tracts or parcels of land located southeast of the City of Spartanburg, in Spartanburg County, State of South Carolina, being on the Southern Railway, which property is shown and designated as Tracts No. 1 and No. 1-A, on a plat prepared for Kohler Co., by Piedmont Engineering Service, dated 10 December, 1955, recorded in Plat Book 33 at Pages 404-407, and being more particularly described as follows: BEGINNING at a point in the center of the Southern Railway tracks, which point is also in the center of a County road running between S. C. Highway No. 34 and U. S. Highway No. 176, and running thence N. 44-00 E. 105.6 feet with the center of said County road; thence N. 63-51 E. 974.4 feet with the center of said County road; thence N. 74- 17 E. 148 feet to a point in the center of said County Road; thence S. 50-15 E. 385 feet to a point; thence S. 50-15 E. 620 feet to a point in the center of Southern Railway tracks; thence with the center of said Railway tracks the following courses and distances: N. 71-43 W. 99.9 feet to a point; thence N. 76-02 W. 220.1 feet to a point; thence N. 80-37 W. 218.1 feet to a point; thence N. 84- 47 W. 211.4 feet to a point; thence N. 88-45 W. 203.2 feet to a point; thence S. 87-40 W. 164.5 feet to a point; thence S. 86-59 W. 712.4 feet to the Beginning.

Tract No. 1 contains 8.4 acres, more or less, and Tract No. 1-A contains 1.9 acres, more or less. Said property is bounded on the North by the County Road, on the East by Tract No. 2 as shown on said Kohler Co., plat, on the South by Southern Railway Company, and on the West by said County Road.

ALSO: the grantor's right, title and interest in and to the property within the right-of-way of the Southern Railway Company.

This being the same property conveyed to Kohler Co. by deed of H. T. Ott and Vera O. Smith, dated December 20, 1955, recorded December 21, 1955, in Book 21-Y at Page 307, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.: P/O 7-18-00-061.02

AND

TRACT 2:

ALL that tract of land located between the Southern Railway track and U.S. Highway No. 176 near Camp Croft, County of Spartanburg, State of South Carolina, shown as Tract Nos. 2 and 3 on plat of the property of Kohler Co. made by Piedmont Engineering Service, Greenville, S.C., 10 December 1955, recorded in Plat Book 33 at Pages 404-407, the metes and bounds of which are as follows: BEGINNING at a point on the south side of the right-of-way of U.S. Highway No. 176 and S.C. Highway No. 9 and running thence S. 18-32 E. 471.1 ft. to a point; thence S. 52-19 E. 371 ft. to point; thence S. 43-41 E. 153.8 ft. to a point; thence S. 40-09 W. 1273.3 ft. to a point in the center of the right-of-way of Southern Railway Company; thence with the center of the said Railroad right-of-way the following courses and distances: N. 53-09 W. 545.5 ft.; N. 54-48 W. 208.2 ft.; N. 58-55 W. 215.3 ft.; N. 62-58 W. 216.5 ft.; N. 67-01 W. 220.8 ft.; N. 71-43 W. 121.9 ft. to last point in center of the said Railroad right-of-way; thence N. 50-15 W. 620 ft. to point in center of intersection of two roads, one of which is designated "County Road" and the other "Dirt Road"; thence N. 80-17 E. with the center of the County Road 1271.8 ft. to a point; thence N. 76-44 E. 383.3 ft. to a point; thence N. 73-12 E. 389.7 ft. to the corner of Tract 3-A; thence S. 17-55 E. 118.6 ft. to southwest corner of tract 3-A; thence. N. 72-05 E. 75 ft. to corner of tracts 3 and 3- A; thence N. 17-55 W. 117.2 ft. to point in center of the said County Road; thence N. 73-12 E. 67 ft. to point on south side of right-of-way of U.S. Highway No. 176; thence S. 80-35 E. 139 ft. to point of beginning.

ALSO: the grantor's right, title and interest in and to the area lying between the center line of U.S. Highway No.176 and the property above described.

This being the same property conveyed to Kohler Co. by deed of Helen L. Murph, dated December 20, 1955, recorded December 21, 1955, in Book 21-Y at Page 310, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.s: P/O 7-18-00-061.01 and P/O 7- 18-00-061.02

AND

<u>TRACT 3:</u>

ALL that lot or parcel of land located on the south side of U.S. Highway No. 176 and South Carolina Highway No. 9, near Camp Croft, in Spartanburg County, State of South Carolina, shown as Tract No. 4 on plat of the property of Kohler Co. made by Piedmont Engineering Service, Greenville, S.C., 10 December 1955, recorded in Plat Book 33 at Pages 404-407, the metes and bounds of which are as follows: BEGINNING at a point on the south side of the said Highway at the northwest corner of the said tract, and running thence S. 80-35 E. 209 ft. to point on the south side of the said Highway; thence S. 10-02 W. 418.5 ft. to point on boundary between Tracts #2 and #5; thence N. 18-32 W. 471.1 ft. to the beginning corner.

ALSO: the grantor's right, title and interest in and to the area lying between the center line of U.S. Highway No. 176 and the property above described.

This being the same property conveyed to Kohler Co. by deed of R. T. Thomason, individually and as Executor of the Will of Harriett O. Thomason, dated December 20, 1955, recorded December 21, 1955, in Book 21-Y at Page 321, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.: P/O 7-18-00-061.02

AND

TRACT 4:

ALL that tract of land located on the south side of U.S. Highway No. 176, and S.C. Highway No. 9 near Camp Croft, County of Spartanburg, State of South Carolina, and shown as Tract #5 on plat of the property of Kohler Co. made by Piedmont Engineering Service, Greenville, S.C., 10 December 1955, recorded in Plat Book 33 at Pages 404-407, the metes and bounds of which are as follows: BEGINNING at a point on the south side of the right-of-way of U.S. Highway No. 176 at the northwest corner of the said tract and running thence with the south side of the said Highway right-of-way the fallowing courses and distances: S 80-35 E. 299.6 ft.; S. 9-25 W. 10 ft.; S. 80-35 E. 700 ft.; thence S. 9-25 W. 30 ft.; thence S. 80-35 E. 10 ft. to point on the south side of the said Highway right-of-way; thence S. 55-22 W. 904 ft. to point on the boundary line of Tract #2; thence N. 52-19 W. 371 ft. to point; thence N. 16-50 W. 84.2 ft. to point; thence N. 10-02 E. 419.5 ft. to beginning corner.

ALSO: the grantor's right, title and interest in and to the area lying between the center line of U.S. Highway No. 176 and the property above described.

This being the same property conveyed to Kohler Co. by deed of William L. Ouzts, dated December 19, 1955, recorded December 21, 1955, in Book 21-Y at Page 313, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.: P/O 7-18-00-061.02

AND

TRACT 5:

ALL that tract or parcel of land southeast of the City of Spartanburg, in Spartanburg County, State of South Carolina, lying and being on the south side of the Spartanburg-Union Highway (U.S. Highway No. 176 and S.C. Highway No. 9), and being designated as Tract No. 6 on a plat prepared by Piedmont Engineering Service for Kohler Co. dated December 10, 1955, recorded in Plat Book 33 at Pages 404-407, and being more particularly described as follows: Beginning at a point on the south side of said Spartanburg-Union Highway at the corner of tracts 5 and 6 as shown on said plat, and running thence S. 55-22 W. 904 ft., more or less, to rear corner of tracts Nos. 5 and 6; thence S. 52-26 E. 25 ft. to a point; thence S. 43-41 E. 183.3 ft. to a point; thence S. 46-54 E. 260.3 ft. to a point; thence N. 55-16 E. 1353.8 ft. to edge of Highway right-of-way; thence with the Highway N. 80-35 W. 103.5 ft. to a point; thence S. 9-45 W. 40 ft. to a point; thence N. 80-35 W. 598 ft. to the beginning corner; being bounded on the north by U.S. Highway No. 176, on the east by tract No. 7; on the south by tracts Nos. 2 and 7, and on the west by tract No. 5. The above described property contains 11.47 acres, excluding property within the highway right-of-way. ALSO, all of the grantors' right, title and interest in and to the area lying between the center line of the said highway and the property above described.

This being the same property conveyed to Kohler Co. by deed of Tyree D. Smith and Mozelle K.

Smith, dated December 16, 1955, recorded December 21, 1955, in Book 21-Y at Page 317, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.s: P/O 7-18-00-061.01, P/O 7-18- 00-061.02 and P/O 7-18-00-089.01

AND

TRACT 6:

ALL those four parcels of land southeast of the City of Spartanburg in Spartanburg County, State of South Carolina, lying on the south side of Spartanburg-Union Highway (U.S. Highway No. 176 and S.C. Highway No. 9), being shown and designated as Tracts 7, 8, 9 and 10 on a plat made for Kohler Co. by Piedmont Engineering Service dated December 10, 1955, recorded in Plat Book 33 at Pages 404-407, and being further described as follows: Beginning at a point on the south side of said U.S. Highway No. 176 at a point where the center of S.C. Highway No. 97 intersects with U.S. Highway No. 176, and running along the center of said S.C. Highway No. 97 S. 58-55 W. 486.2 ft. to a point, being corner of Tract No. 10; thence S. 14-05 E. 2054.5 ft. to a point, corner between Tracts 10 and 11; thence S. 67-54 W. 795.6 ft. to a point; thence S. 68-05 W. 619.2 ft. to the center of Southern Railway track; thence with the center of said Railway track the following courses and distances: N. 53-20 W. 244 ft.; thence N. 58-24 W. 255 ft.; thence N. 63- 34 W. 254 ft.; thence N. 65-13 W. 901 ft.; thence N. 64-14 W. 199 ft.; thence N. 60-28 W. 199 ft.; thence N. 55-40 W. 320.2 ft.; thence N. 53-09 W. 434.4 ft.; thence N. 53-09 W. 148.9 ft. to a point, corner between tracts 2 and 7; thence leaving the Railroad and running N. 40-09 E. 1273.3 ft. to a point on the line of tract 6; thence S. 43-41 E. 29.5 ft. to a point; thence S.46-54 E. 260.3 ft. to a point; thence N. 55-16 E. 1353.8 ft. to a point on south side of said U.S. Highway No. 176, being corner between tracts 6 and 7; thence with said Highway S. 80-35 E. 1612 ft. to the beginning corner.

ALSO: all of the grantor's right, title and interest in and to the area lying between the center line of the said Highway and the property above described.

This being the same property conveyed to Kohler Co. by deed of Spartanburg County Planning and Development Commission, dated December 20, 1955, recorded December 21, 1955, in Book 21-Y at Page 325, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.s: P/O 7-18-00-061.00, P/O 7-18- 00-061.01, P/O 7-18-00-061.02 and P/O 7-18-00-089.01

AND

TRACT 7:

ALL that tract of land located on the south side of U.S. Highway No. 176, and S.C. Highway No. 9 near Camp Croft, County of Spartanburg, State of South Carolina, and shown as Tract No. 11 on plat of the property of Kohler Co. made by Piedmont Engineering Service, Greenville, S. C., 10 December 1955, recorded in Plat Book 33 at Pages 404-407, the metes and bounds of which are as follows: BEGINNING at a point on the south side of right-of-way of U.S. Highway No. 176 at the northeast corner of said tract and running thence S. 8-42 W. 2190.3 ft. to a point, corner between Tracts No. 10 and No. 11; thence N. 14-05 W. 2054.5.ft. to a point in the center of a paved road running in a southerly direction from U.S. Highway No. 176; thence N. 58-55 E. 486.2 ft. to a point on the southside of said highway right-of-way; thence S. 80-35 E. 420 ft. to the beginning corner.

ALSO: the grantor's right, title and interest in and to the area lying between the center line of U.S. Highway No. 176 and the property above described.

This being the same property conveyed to Kohler Co. by deed of Paul M. Murph, dated December 20, 1955, recorded December 21, 1955, in Book 21-Y at Page 334, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.: P/O 7-18-00-061.00

AND

TRACT 8:

ALL that parcel of land located on S.C. Highway No. 34 (Old S.C. Highway No. 9) near Camp Croft, within the County of Spartanburg, State of South Carolina, shown as Tract No. 13 on plat of the property of Kohler Co. made by Piedmont Engineering Service, Greenville, S.C., 10 December 1955, recorded in Plat Book 33 at Pages 404-407; the metes and bounds of which are as follows: BEGINNING at a point at or near the center of S.C. Highway No. 34, at the southwest corner of the tract as shown on the said plat, and running thence with the center of the said Highway S. 53-57 E. 917.3 ft. to a point in the center of the said Highway, corner of tract No. 12; thence N. 50-36 W. a distance of 922.5 ft. to a point at or near the center of the Southern Railway right-of-way; thence S. 32-19 W. 53.8 ft. to the beginning corner.

This being the same property conveyed to Kohler Co. by deed of Harold Murph and J.E. Murph, dated December 16, 1955, recorded December 21, 1955, in Book 21-Y at Page 327, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.: P/O 7-18-00-061.01

AND

TRACT 9:

THOSE two tracts of land located on the Southern Railroad and S.C. Highway No. 34 (Old S.C. Highway No. 9) near Camp Croft, in Spartanburg County, State of South Carolina, shown as Tracts 12 and 14 on plat of the property of Kohler Co. made by Piedmont Engineering Service, Greenville, S.C., 10 December, 1955, recorded in Plat Book 33 at Pages 404-407, the metes and bounds of which are as follows:

TRACT NO. 12: Beginning at a point in the center of the Southern Railroad right-of-way at the northeast corner of the said tract, and running thence with the center line of the said Railroad right- of-way the following courses and distances; N. 53-20 W. 244 ft.; thence N. 58-24 W. 255 ft.; thence N. 63-34 W. 254 ft.; thence N. 65-13 W. 901 ft.; thence N. 64-14 W. 199 ft.; thence N. 60- 28 W. 199 ft.; thence N. 55-40 W. 320.2 ft. to the corner of said tract; thence S. 50-36 E. 922.5 ft. to point in the center of old Highway No. 9; thence with the center of the said Highway S. 57-35 E. 1966.9 ft. to a point; thence N. 68-05 E. 265.3 ft. to the beginning corner.

TRACT NO. 14: Beginning at a point in the center of the Southern Railroad right-of-way at the northeast corner of the said tract and running thence with the center of the said right-of-way the following courses and distances: N. 53-09 W. 545.5 ft.; thence N. 54-48 W. 208.2 ft.; thence N. 58-55 W. 215.3 ft.; thence N. 62-58 W. 216.5 ft.; thence N. 67-01 W. 220.8 ft.; thence N. 71-43 W. 221.8 ft.; thence N. 76-02 W. 220.1 ft.; thence N. 80-37 W. 218.1 ft.; thence N. 84-47 W.211.4 ft.; thence N. 88-45 W. 203.2 ft.; thence S. 87-40 W. 164.5 ft.; thence S. 86-59 W. 712.4 ft. to point in the center of a county road; thence S. 36-49 W. 62.5 ft. to point in the center of S. C. Highway NG. 34; thence with the center of the said Highway N. 87-17 E. 903 4 ft. to point; thence S. 86-22 E. 463 ft. to point; thence S. 77-24 E. 444 .4 ft. to point; thence S. 68-32 E. 453.3 ft. to point; thence S. 58.-03 E. 525.2 ft. to point; thence S. 52-57 E. 474.5 ft. to point in the center of the said Highway; thence N. 32-19 E. 53.8 ft. to the beginning corner.

This being the same property conveyed to Kohler Co. by deed of Elizabeth D. Murph and Elmer (Elma) W. Murph, dated December 20, 1955, recorded December 21, 1955, in Book 21-Y at Page 331, in the Office of the Register of Deeds for Spartanburg County, South Carolina.

TMS No.s: P/O 7-18-00-061.00 and P/O 7- 18-00-061.02

AND

EASEMENT TRACT:

Those rights and easements conveyed to Spartanburg County by deed of Kohler Co., dated July 10, 1970, conveying the parcel described in deed recorded in the said Register of Mesne Conveyances Office in Deed Book 37-C, at page 176.

SAVING AND EXCEPTING those easements and rights specifically excluded and reserved unto Kohler Co. in the deed recorded in the said Register of Mesne Conveyances Office in Deed Book 37-C, at page 176.

PORTIONS OF PARCEL 5 AND TRACTS 7 & 8 OF PARCEL 6 ALSO DESCRIBED AS FOLLOWS:

ALL that tract of land, consisting of 13.422 acres, more or less, with improvements thereon, and to be erected thereon, located approximately three miles southeast of the City of Spartanburg, County of Spartanburg, State of South Carolina, between U.S. Hwy No. 176 and S.C. Hwy. No. S. 42-34, and being more particularly described as BEGINNING at a nail in the center of the intersection of the southerly boundary of the tract with ,a paved drive leading to S.C. Hwy. S. 42-34, on a composite bearing of North thirty-two degrees and seven minutes East (N 32-07 E.) one hundred ninety-six (196) feet, and then North seven degrees and forty-one minutes East (N. 7-41 E.) six hundred thirty-five (635) feet from point in center of S.C. Hwy. S. 42-34, and running thence with the southerly boundary of the tract North eighty-two degrees and fifteen minutes West (N. 82-15 W.) a distance of one hundred ten and two-tenths (110.2) feet to a point at the southwest corner of the tract; thence North seven degrees and forty-five minutes East (N. 7-45 E.) a distance of three hundred thirty one and three-tenths (331.3) feet to a point; thence North eighty-two degrees and fifteen minutes West (N. 82-15 W.) a distance of one hundred and five-tenths (100.5) feet to a point approximately in the center of the masonry wall of an existing building, property of Kohler Co. (thus making the masonry wall a party wall to the extent of the user of one hundred (100) feet); thence North seven degrees and forty-five minutes East (N. 7-45 E.) a distance along the approximate center of the wall of one hundred (100) feet to a point; thence South eighty-two degrees and fifteen minutes East (S. 82-15 E.) a distance of one hundred and five-tenths (100.5) feet to a point; thence North seven degrees and forty-five minutes East (N. 7-45 E.) a distance of two hundred forty-one and eight-tenths (241.8) feet to a point; thence South eighty-two degrees and fifteen minutes East (S. 82-15 E.) a distance of Ninety (90) feet to a point; thence North seven degrees and forty-five minutes East (N. 7-45 E.) a distance of two hundred twenty-three and seven- tenths (223.7) feet to a point at the northwest corner of the tract; thence South eighty-two degrees and fifteen minutes East (S. 82-15 E.) a distance of five hundred seventy-three and two-tenths (573.2) feet to an iron pin at the Northeast corner of the tract; thence South seven degrees and forty-five minutes West (S. 7-45 W.) a distance of eight hundred ninety-six and eight-tenths (896.8) feet to an iron pin at the Southeast corner of the tract; thence North eighty-two degrees and fifteen minutes West (N. 82-15 W.) a distance of five hundred fifty-three (553) feet to the beginning corner; being so shown on Plat of the property of Kohler Co., made by Gooch & Taylor, Surveyors, dated June 17, 1970, and recorded in Plat Book 62, at pages 62-64, Office of the Register of Mesne Conveyances for the County and State aforesaid.

STATE OF SOUTH CAROLINA )
COUNTY OF SPARTANBURG ) **AFFIDAVIT FOR TAXABLE OR EXEMPT TRANSFERS**

PERSONALLY appeared before me the undersigned, who being duly sworn, deposes and says:

1. I have read the information on this affidavit, and I understand such information.

2. The property being transferred located at Tract Nos. 1, 1-A, 2, 3, 4, 5, 6, 7, 8, 9,and Easement Tract, Spartanburg, SC 29302 bearing County Tax Map Number(s): Property 1: Prtn(s) of 7-18-00-061.01, 7-18-00-061.02 and Prtn(s) of 7-18-00-089.01, 7-18-00-061.00 and was transferred by Kohler Co., a Wisconsin corporation on March 7, 2025 to Valara Holdings LLC, a Delaware limited liability company.

3. Check one of the following: The deed is

(a) _X___ subject to the deed recording fee as a transfer for consideration paid or to be paid in money or money's worth.

(b) _____ subject to the deed recording fee as a transfer between a corporation, a partnership, or other entity and a stockholder, partner, or owner of the entity, or is a transfer to a trust or as a distribution to a trust beneficiary.

(c) _____ exempt from the deed recording fee because (See Information section of affidavit):

(If exempt, please skip items 4 - 7, and go to item 8 of this affidavit.)

If exempt under exemption #14 as described in the Information section of this affidavit, did the agent and principal relationship exist at the time of the original sale and was the purpose of this relationship to purchase the realty?
Check Yes _____ or No _____

4. Check one of the following if either item 3(a) or item 3(b) above has been checked (See Information section of this affidavit.):

_X_ (a) The fee is computed on the consideration paid or to be paid in money or money's worth in the amount of $20,500,000.00.

__ (b) The fee is computed on the fair market value of the realty which is ____________.

__ (c) The fee is computed on the fair market value of the realty as established for property tax purposes which is $.

5. Check Yes ___ or No _X_ to the following: A lien or encumbrance existed on the land, tenement, or realty before the transfer and remained on the land, tenement, or realty after the transfer. (This includes, pursuant to Code Section 12-59-140(E)(6), any lien or encumbrance on realty in possession of a forfeited land commission which may subsequently be waived or reduced after the transfer under a signed contract or agreement between the lien holder and the buyer existing before the transfer.) If "Yes," the amount of the outstanding balance of this lien or encumbrance is: ____________________.

6. The deed recording fee is computed as follows:

| | |
|---|---|
| (a) Place the amount listed in item 4 above here: | $20,500,000.00 |
| (b) Place the amount listed in item 5 above here: (If no amount is listed, place zero here.) | -0- |
| (c) Subtract Line 6(b) from Line 6(a) and place result here: | $20,500,000.00 |

7. The deed recording fee due is based on the amount listed on Line 6(c) above and the deed recording fee due is: $75,850.00

8. As required by Code Section 12-24-70, I state that I am a responsible person who was connected with the transaction as: Grantor

9. I understand that a person required to furnish this affidavit who willfully furnishes a false or fraudulent affidavit is guilty of a misdemeanor and, upon conviction, must be fined not more than one thousand dollars or imprisoned not more than one year, or both.

[*Signature Page Follows*]

**KOHLER CO.**, a Wisconsin corporation

By: Heath M Holtz
Name: Heath Holtz
Title: Chief Operations & Supply Chain Officer

SWORN to and subscribed before me this
4th day of March, 2025.

Notary Public for Wisconsin
My Commission Expires: permanent

Notary (L.S.): Nicole A Paterson
Notary (printed name): Nicole A. Paterson

NICOLE A. PATERSON
NOTARY
PUBLIC
STATE OF WISCONSIN

**INFORMATION**

Except as provided in this paragraph, the term "value" means "the consideration paid or to be paid in money or money's worth for the realty.' Consideration paid or to be paid in money's worth includes, but is not limited to, other realty, personal property, stocks, bonds, partnership interest and other intangible property, the forgiveness or cancellation of a debt, the assumption of a debt, and the surrendering of any right. The fair market value of the consideration must be used in calculating the consideration paid in money's worth. Taxpayers may elect to use the fair market value of the realty being transferred in determining fair market value of the consideration. In the case of realty transferred between a corporation, a partnership, or other entity and a stockholder, partner, or owner of the entity, and in the case of realty transferred to a trust or as a distribution to a trust beneficiary, "value" means the realty's fair market value. A deduction from value is allowed for the amount of any lien or encumbrance existing on the land, tenement, or realty before the transfer and remaining on the land, tenement, or realty after the transfer. (This includes, pursuant to Code Section 12-59-140(E)(6), any lien or encumbrance on realty in possession of a forfeited land commission which may subsequently be waived or reduced after the transfer under a signed contract or agreement between the lien holder and the buyer existing before the transfer.) Taxpayers may elect to use the fair market value for property tax purposes in determining fair market value under the provisions of the law.

**Exempted from the fee are deeds:**

(1) transferring realty in which the value of the realty, as defined in Code Section 12-24-30, is equal to or less than one hundred dollars;

(2) transferring realty to the federal government or to a state, its agencies and departments, and its political subdivisions, including school districts;

(3) that are otherwise exempted under the laws and Constitution of this State or of the United States;

(4) transferring realty in which no gain or loss is recognized by reason of Section 1041 of the Internal Revenue Code as defined in Section 12-6-40(A);

(5) transferring realty in order to partition realty as long as no consideration is paid for the transfer other than the interests in the realty that are being exchanged in order to partition the realty;

(6) transferring an individual grave space at a cemetery owned by a cemetery company licensed under Chapter 55 of Title 39;

(7) that constitutes a contract for the sale of timber to be cut;

(8) transferring realty to a corporation, a partnership, or a trust as a stockholder, partner, or trust beneficiary of the entity or so as to become a stockholder, partner, or trust beneficiary of the entity as long as no consideration is paid for the transfer other than stock in the corporation, interest in the partnership, beneficiary interest in the trust, or the increase in value in the stock or interest held by the grantor. However, except for transfers from one family trust to another family trust without consideration or transfers from a trust established for the benefit of a religious organization to the religious organization, the transfer of realty from a corporation, a partnership, or a trust to a stockholder, partner, or trust beneficiary of the entity is subject to the fee, even if the realty is transferred to another corporation, a partnership, or trust;

(9) transferring realty from a family partnership to a partner or from a family trust to a beneficiary, provided no consideration is paid for the transfer other than a reduction in the grantee's interest in the partnership or trust. A "family partnership" is a partnership whose partners are all members of the same family. A "family trust" is a trust, in which the beneficiaries are all members of the same family. The beneficiaries of a family trust may also include charitable entities. "Family" means the grantor and the grantor's spouse, parents, grandparents, sisters, brothers, children, stepchildren, grandchildren, and the spouses and lineal descendants of any the above. A "charitable entity" means an entity which may receive deductible contributions under Section 170 of the Internal Revenue Code as defined in Section 12-6-40(A);

(10) transferring realty in a statutory merger or consolidation from a constituent corporation to the continuing or new corporation;

(11) transferring realty in a merger or consolidation from a constituent partnership to the continuing or new partnership;

(12) that constitutes a corrective deed or a quitclaim deed used to confirm title already vested in the grantee, provided that no consideration of any kind is paid or is to be paid under the corrective or quitclaim deed;

(13) transferring realty subject to a mortgage to the mortgagee whether by a deed in lieu of foreclosure executed by the mortgagor or deed pursuant to foreclosure proceeding;

(14) transferring realty from an agent to the agent's principal in which the realty was purchased with funds of the principal, provided that a notarized document is also filed with the deed that establishes the fact that the agent and principal relationship existed at the time of the original purchase as well as for the purpose of purchasing the realty;

(15) transferring title to facilities for transmitting electricity that is transferred, sold, or exchanged by electrical utilities, municipalities, electric cooperatives, or political subdivisions to a limited liability company which is subject to regulation under the Federal Power Act (16 U.S.C. Section 791(a)) and which is formed to operate or to take functional control of electric transmission assets as defined in the Federal Power Act.