MEMORANDUM OF

PHASE 2 PLAZA LICENSE, OPERATIONS AND MAINTENANCE AGREEMENT

	THIS	MEMORANDUM	OF	PHASE	2	PLAZA	LICENSE,	OPERATIONS	AND
MAIN	ΓΕΝΑΝ	CE AGREEMENT	(" <u>Mem</u>	orandum'')	is	made and	entered into	as of this	day of
		, 2025, by and b	etween	ECOLAB	US	SA INC., a	Delaware co	rporation (" <u>Ecola</u>	<u>b</u> ") and
City of	Saint Pa	nul, a municipal corp	oration	of the state	e o	f Minnesota	ı (" <u>City</u> ").		

- 1. Ecolab is fee owner of certain real property situated in the City, commonly known as Ecolab Global Headquarters and legally described in <u>Exhibit A</u> (the "<u>Ecolab Global Headquarters</u>").
- 2. City operates and owns certain real property situated in the City, commonly known as Hamm Plaza and legally described in <u>Exhibit B</u> (the "<u>Plaza Property</u>").
- 4. Pursuant to the License Agreement, Ecolab and the City have certain rights and obligations related to the Plaza Property, as more particularly set forth in the License Agreement.
- 5. All of the terms, conditions, provisions, and covenants of the License Agreement are incorporated into this Memorandum by reference as though fully set forth herein, and the License Agreement and this Memorandum shall be deemed to constitute a single instrument or document.
- 6. This Memorandum has been entered into by Ecolab and the City for purposes of recordation in the real property records of Ramsey County, Minnesota to provide notice to third parties of the License Agreement and nothing contained herein shall be deemed or construed to alter or amend the terms of the License Agreement. In the event of a conflict between this Memorandum and the License Agreement, the License Agreement shall control.
- 7. The terms and conditions of the License Agreement and this Memorandum are binding upon, and shall inure to the benefit of Ecolab and the City and their respective successors and assigns.

[Remainder of Page Intentionally Left Blank. Signature Pages Follow]

SIGNATURE PAGE

TO

PHASE 2 MEMORANDUM OF PLAZA LICENSE, OPERATIONS AND MAINTENANCE AGREEMENT

IN WITNESS WHEREOF, Ecolab and the City have executed this Memorandum as of the date first above written

first above written.				
ECOLAB USA INC., a Delaware corporation				
By:				
Name: Brian Holmes Title: VP Global Real Estate an	nd Facilities			
STATE OF MINNESOTA))SS.			
COUNTY OF RAMSEY)			
The foregoing instrum by Brian Holmes, the VP Globa behalf of the corporation.				
		Notary Public		
This instrument prepared by a after recording return to:	nd			
Stinson LLP (TMP/jks) 50 South Sixth Street, Suite 26 Minneapolis, MN 55402	00			

SIGNATURE PAGE

TO

PHASE 2 MEMORANDUM OF PLAZA LICENSE, OPERATIONS AND MAINTENANCE AGREEMENT

CITY OF SAINT PAUL, MINNESOTA By: Its: Director, Office of Financial Services By: _____ Its: City Clerk By: _____ Its: Mayor or Deputy Mayor STATE OF MINNESOTA))SS. COUNTY OF RAMSEY The foregoing instrument was acknowledged before me this ____ day of _____, 2025 ____, the _____ of the City of by _______, the ______, saint Paul, Minnesota, on behalf of the City. Notary Public STATE OF MINNESOTA)SS. COUNTY OF RAMSEY The foregoing instrument was acknowledged before me this _____ day of ______, 2025 _____, the _____ of the City of _____, the Saint Paul, Minnesota, on behalf of the City. Notary

Public

STATE OF MINNESOTA)		
COUNTY OF RAMSEY)SS.)		
0 0	ment was acknowledged before me this		, 2025
bySaint Paul, Minnesota, on beh	alf of the City.		_ of the City of
		Nota	ıry
	Public		
APPROVED AS TO FORM			
Assistant City Attorney			

EXHIBIT A

TO

PHASE 2 MEMORANDUM OF PLAZA LICENSE, OPERATIONS AND MAINTENANCE AGREEMENT

LEGAL DESCRIPTION OF THE ECOLAB GLOBAL HEADQUARTERS

Real property in Ramsey County, Minnesota, legally described as follows:

Parcel 1:

Lots 1 and 2, Block 1, St. Paul Companies, Inc. Headquarters.

Parcel 2:

Outlots D, E, F, G and H, St. Paul Companies, Inc. Headquarters.

EXHIBIT B

TO

PHASE 2 MEMORANDUM OF PLAZA LICENSE, OPERATIONS AND MAINTENANCE AGREEMENT

LEGAL DESCRIPTION OF THE PLAZA PROPERTY

That portion of land situated in the City of Saint Paul, Ramsey County, Minnesota, containing 11,300 square feet, more or less, as labeled as Ecolab Installation & Maintenance Boundary on the attached exhibit, and lying within the following described parcel and adjoining public ways:

Block 1 (one) of RICE AND IRVINE'S ADDITION TO THE TOWN OF SAINT PAUL, according to the recorded plat thereof, on file and of record in the office of the County Recorder of said Ramsey County;

Also

That part of Ecolab Place (formerly Washington Street, as platted in said RICE AND IRVINE'S ADDITION TO THE TOWN OF SAINT PAUL, according to the recorded plat thereof, Ramsey County, Minnesota), lying northerly of the westerly extension of the south line of said Block 1; Also

That part of Sixth Street (formerly State Street, as platted in said RICE AND IRVINE'S ADDITION TO THE TOWN OF SAINT PAUL, according to the recorded plat thereof, Ramsey County, Minnesota), lying easterly of the west right-of-way line of said Ecolab Place (formerly Washington Street);

Also

That part of Market Street, as platted in said RICE AND IRVINE'S ADDITION TO THE TOWN OF SAINT PAUL, according to the recorded plat thereof, Ramsey County, Minnesota, lying northerly of the easterly extension of the south line of said Block 1;

Also

That part of Saint Peter Street, as platted in TOWN OF ST. PAUL, according to the recorded plat thereof, Ramsey County, Minnesota, lying northwesterly of the northerly right-of-way line of Sixth Street, and lying southeasterly of the southeasterly right-of-way line of Seventh Place (formerly Seventh Street, as platted in said TOWN OF ST. PAUL, according to the recorded plat thereof, Ramsey County, Minnesota).

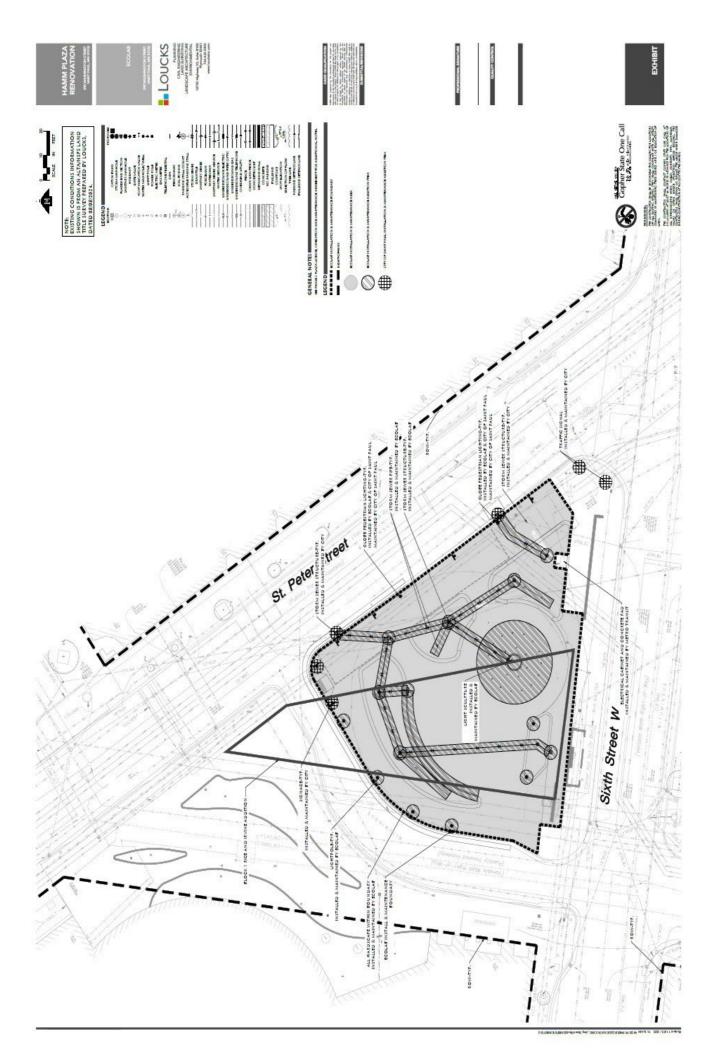


Exhibit B - Page 2