LEGAL NOTICE

NEW YORK STATE URBAN DEVELOPMENT CORPORATION

D/B/A EMPIRE STATE DEVELOPMENT

NOTICE OF PUBLIC HEARING TO BE HELD ON

MONDAY, NOVEMBER 17, 2014

PURSUANT TO THE NEW YORK STATE URBAN DEVELOPMENT CORPORATION ACT

IN CONNECTION WITH THE

FRESH DIRECT CAPITAL PROJECT

PLEASE TAKE NOTICE that the New York State Urban Development Corporation, d/b/a Empire State Development ("ESD" or the "Corporation") will hold a public hearing, open to all persons, in the Gymnasium- C Building at Hostos Community College, 450 Grand Concourse, Bronx, NY 10451 on Monday November 17, 2014 from 5:00PM to 9:00PM, pursuant to Section 16(2) of the New York State Urban Development Corporation Act (Chapter 174, Section 1, Laws of 1968, as amended) (the "Act"), in connection with the Corporation's adoption of a General Project Plan (the "Plan") with respect to the Fresh Direct Capital Project (the "Project"), adopted at the Directors' meeting on August 27, 2014. The public hearing is for the purpose of: (1) informing the public about the Project; and (2) giving interested persons an opportunity to provide comments on the Plan pursuant to the Act. Speaker sign-up will start at 4:30PM November 17, 2014. ESD will also accept written comments about the Project by email. Such comments must be submitted to FreshDirect@esd.ny.gov by 9:00PM on November 17, 2014. Individual speakers may speak for up to 3 minutes.

Copies of the Plan are available without charge to any person who shall make a request for the same at the office of the Corporation at the address below. The Corporation has also filed the Plan in the offices of the Bronx County Clerk at 851 Grand Concourse, Rm 118, Bronx, NY 10458 and the New York City Clerk, Executive Office at 141 Worth Street, New York, NY 10013 and has provided copies thereof to the Mayor of the City of New York, the Bronx Borough President, the Chair of the City Planning Commission and the Chair of Bronx Community Board #1. A copy of the Plan is on file at the principal office of the Corporation, 633 Third Avenue, New York, New York 10017, and is available for inspection by the general public Monday through Friday, between the hours of 9:00 a.m. and 5:30 p.m.

The Project includes the construction of a new distribution facility and corporate headquarters and purchase of machinery and equipment to allow for consolidation at 98 Lincoln Avenue, Harlem River Yards,

Bronx by Fresh Direct, LLC and its affiliated companies. Total Project costs are expected to be approximately $166,255,000. ESD proposes to make a $9,000,000 grant and a $1,000,000 loan to Fresh Direct, LLC to assist in the financing of the Project. The Project is expected to retain 1,949 jobs through January 1, 2025.

Substantive negative testimony or comments, if any, received at the public hearing and/or by email received by 9:00 pm on November 17, 2014 will be considered by ESD prior to any final consideration of the Plan, to the extent required by the Act.

DATED: November 7, 2014
New York, New York

NEW YORK STATE URBAN DEVELOPMENT CORPORATION

By: Eileen McEvoy, Corporate Secretary