

Petition for the Establishment of a Real Estate Infrastructure Development District

Rivergate MP Holdings LLC (the "Developer"), hereby certifies that it is the fee owner of each parcel of property included within the boundaries of the real estate infrastructure development district described below, and as such Developer and Owner, hereby petitions the Metropolitan Council of The Metropolitan Government of Nashville and Davidson County (the "Metropolitan Government") to establish and administer a real estate infrastructure development district in the manner described herein, pursuant to the authority provided to the Metropolitan Government by Tennessee Code Annotated Sections 7-84-801 .et s..e.Q.. (the "Act").

1. The name of the proposed infrastructure development district is requested to be the "Rivergate Infrastructure Development District" (the "District").

2. The boundaries of the District are hereby requested to be those boundaries set forth in Exhibit A attached hereto. The Developer represents and warrants that:

- a. the entire boundaries of the District lie within the Metropolitan Government; and
- b. no portion of the proposed District overlaps with any other district established pursuant to the Act or with any central business improvement district established pursuant to Tennessee Code Annotated Title 7, Chapter 84; and
- c. the Metropolitan Government directly administers the billing and collection of ad valorem property taxes; and
- d. the District comprises at least fifty-six (56) acres; and
- e. as more fully described in Exhibit D referenced below, the capital costs required to develop the District are not less than \$30 million; and
- f. the Developer's address is 1222 Demonbreun St., Suite 1200, Nashville, TN 37203.

3. A list of each parcel of property within the District, identified by the parcel identification number and address listed therefore in the office of the assessor of the Metropolitan Government is attached hereto as Exhibit B.

4. A site development plan for the District is attached hereto as Exhibit C (the "Development Plan"). The attached Development Plan identifies (a) all proposed uses of properties within the District, and (b) the intended phasing of the development of the District (each such development phase, a "Phase").

5. The boundaries of the District are the same as the boundaries of the "Plan Area" established in the Economic Impact Plan for Rivergate Mall Economic Development Area approved

by the Metropolitan Council on May 20, 2025 and January 20, 2026 (the "Rivergate Economic Impact Plan"). Pursuant to the authority of the Rivergate Economic Impact Plan, the Industrial Development Board of the Metropolitan Government of Nashville and Davidson County (the "Board") has heretofore issued its tax increment revenue bonds (the "TIF Bonds") and made \$13,375,000 of the proceeds thereof available to the Developer to fund the capital costs associated with the construction, relocation, lighting and improvement of streets and utilities, storm water detention, retention and management, and parks and recreational areas. The Developer has applied the proceeds of the TIF Bonds to demolition costs, site preparation costs and other development and construction costs related to these projects; however, the Developer's public infrastructure construction budget has approximately \$17 million of additional construction costs.

6. The undersigned request that the Metropolitan Government assist in the funding of these additional costs by levying special assessments (the "Assessment") on each parcel of property within the District, in the manner described below, for the purpose of funding the following:

a. the Infrastructure Costs associated with those items of Infrastructure, listed and depicted on Exhibit D (the "Funded Infrastructure"); and

b. the payment of the principal, premium, and interest on any bonds, notes, or other debt obligations issued pursuant hereto, and the funding of necessary reserves for debt service, capitalized interest, and costs of issuance related to any such bonds, notes, or other debt obligations issued; and

c. an amount, not to exceed five percent (5%) of special assessments so levied, for internal administrative expenses of the Metropolitan Government and the officers of the Metropolitan Government, including the assessor of property, trustee, or other tax collecting official, in administering the collection and allocation of special assessments, including a reasonable allocation of overhead expenses; and

d. an amount sufficient to pay third-party special assessment administrators, if any.

7. The undersigned request that the Assessment be levied on the basis of not to exceed 99 cents per \$100 assessed value per parcel. The undersigned represent and warrant that:

a. the Funded Infrastructure directly, uniquely and specifically benefits the properties within the District; and

b. without the installation of the Funded Infrastructure, the parcels within the District could not be developed as proposed; and

c. the proposed manner and amount of the Assessment apportions the costs of the Funded Infrastructure to each parcel of property within the District in a manner consistent with the benefits received by such parcel as a result of the construction and installation of the Funded Infrastructure.

8. The undersigned request that the Assessment be levied and collected annually, beginning in such year as may be requested by the Developer and certified by the Metropolitan Mayor, and ending no later than the 30th year thereafter, in such manner as may be permitted by the Act. The Developer shall request and the Mayor or, at the Mayor's designation, the Metropolitan Director of Finance shall certify the assessment rate to be levied on the properties within the District, and the term of such assessment, provided that such rate and such term do not exceed the maximum rate set forth in Section 7 above and the maximum term set forth in this Section 8.

9. The undersigned request that the Metropolitan Government take any and all steps that it may elect to take to provide for the enforcement and collection of Assessments, including without limitation the imposition of a lien on properties within the District and the imposition of interest and penalties in the event of a property owner's failure to timely pay an Assessment, all as provided by the Act.

10. The undersigned request that the Metropolitan Government:

a. authorize the issuance of bonds, to be issued directly by the Metropolitan Government, the Board, or by one or more industrial development boards or public building authorities designated by the Metropolitan Government for such purpose, for the purpose of funding the costs of the Funded Infrastructure;

b. apply and pledge to the payment of such bonds to the proceeds of the Assessment and the other costs described in Section 6 above;

c. enter into one or more development agreements with the Developer, on such terms as may be consistent with the terms hereof and agreed to between the Metropolitan Government and the Developer, to provide for the application of the proceeds of such bonds, the construction and installation of the Funded Infrastructure, and the development of the District.

11. The undersigned hereby request that the Metropolitan Government hold a public hearing regarding this petition at the time and in the manner required by the Act, and to provide notice thereof in the manner required by the Act. The Developer hereby agrees to pay, or reimburse the Metropolitan Government for the payment of: (a) all costs incurred by the Metropolitan Government to provide notice of the public hearing related to this petition required by the Act; and (b) all legal, financial advisory and other third-party administrative costs incurred by the Metropolitan Government in connection with the approval or the implementation of the terms hereof, with the intention that such costs be paid from the proceeds of the bonds if possible.

Respectfully submitted by the petitioners as of this 31st day of August 2026.

DEVELOPER & OWNER:

Rivergate MP Holdings LLC
Justin Hartung
SVP, Real Estate Development

Boundaries of the District

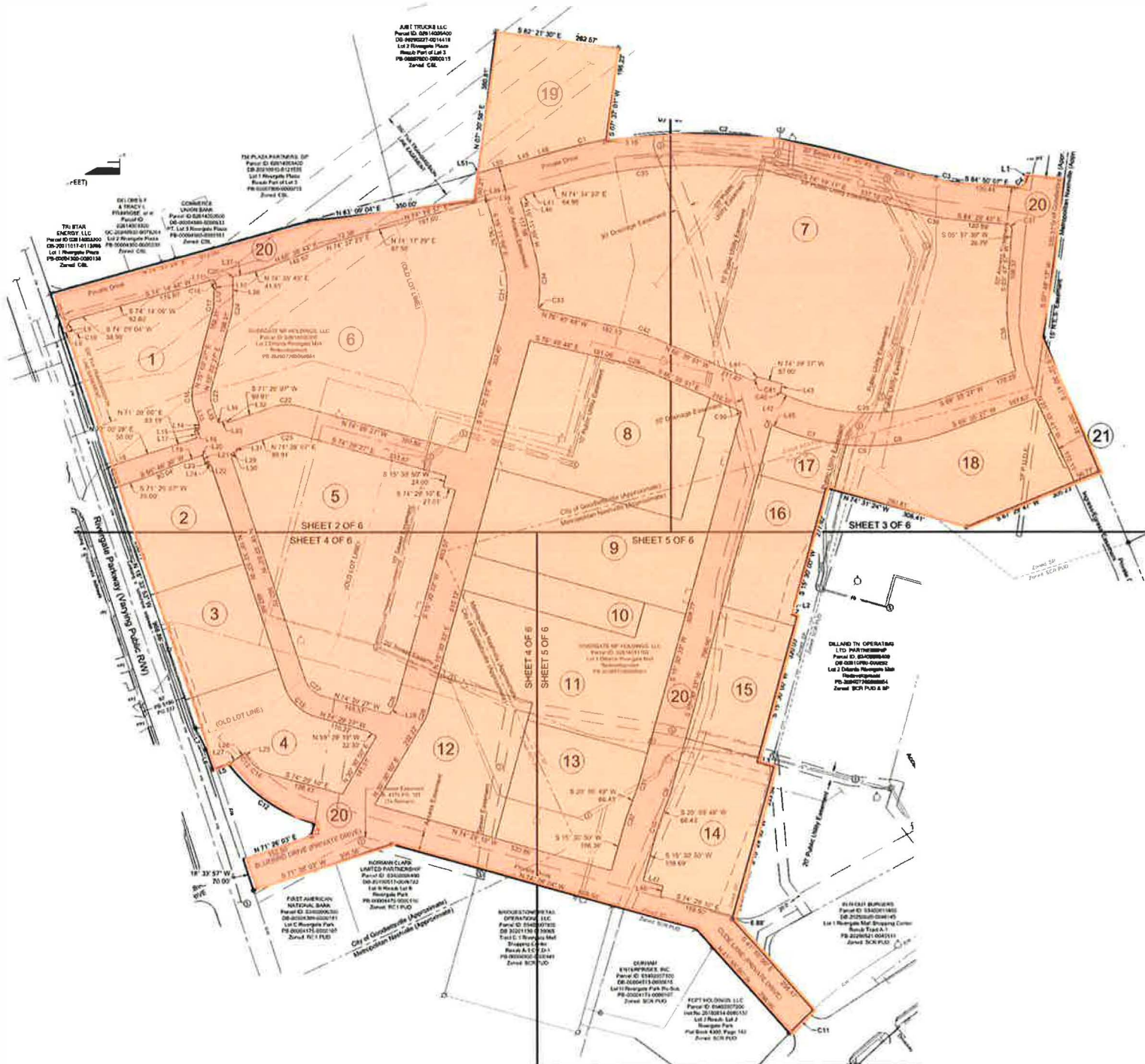


EXHIBIT B

Parcels Within the District

Parcel ID	Parcel Address	Owner Name	Owner's Mailing Address
02614006200 - 1	1000 Rivergate Pkwy	Rivergate MP Holdings LLC	302 West 3 rd St., Suite 300, Cincinnati OH 45202
02614006200 - 2	1000 Rivergate Pkwy	Rivergate MP Holdings LLC	302 West 3 rd St., Suite 300, Cincinnati OH 45202
02614006300	0 Rivergate Pkwy	Rivergate MP Holdings LLC	302 West 3 rd St., Suite 300, Cincinnati OH 45202

EXHIBIT C

Concept Plan

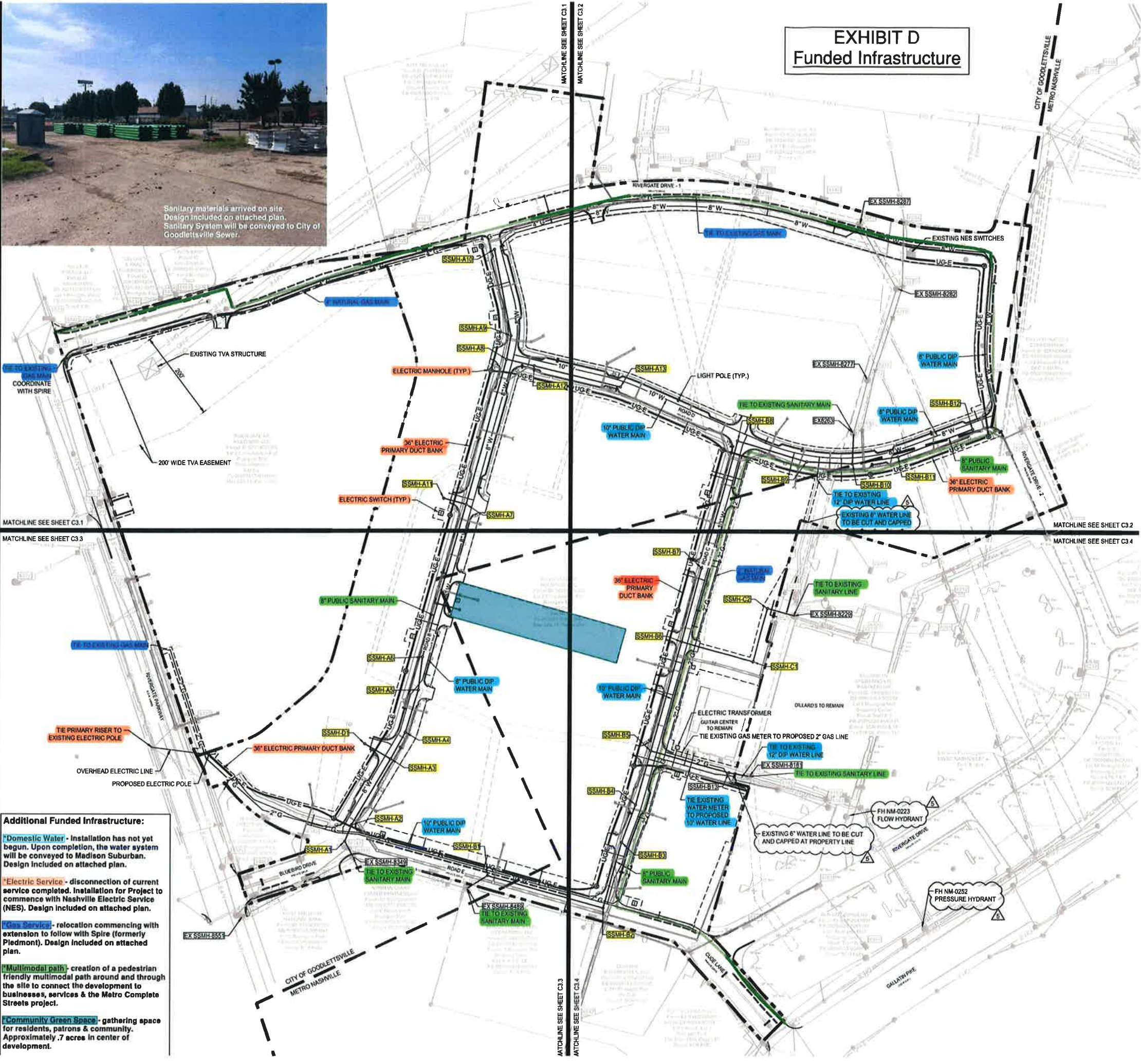
- RETAIL & DINING
- MULTIFAMILY
- SENIOR LIVING
- TOWNHOMES
- HOTEL
- MEDICAL & OFFICE
- RETAIL OUTPARCELS

*Concept plan for illustrative purposes only & is subject to change. Final uses and footprints are subject to Final Site Plan (Goodlettsville) and Final Specific Plan (Metro) approval once each parcel developer is prepared with final plans for submission.





Sanitary materials arrived on site. Design included on attached plan. Sanitary System will be conveyed to City of Goodlettsville Sower.



Additional Funded Infrastructure:

- Domestic Water** - Installation has not yet begun. Upon completion, the water system will be conveyed to Madison Suburban. Design included on attached plan.
- Electric Service** - disconnection of current service completed. Installation for Project to commence with Nashville Electric Service (NES). Design included on attached plan.
- Gas Service** - relocation commencing with extension to follow with Spire (formerly Piedmont). Design included on attached plan.
- Multimodal path** - creation of a pedestrian friendly multimodal path around and through the site to connect the development to businesses, services & the Metro Complete Streets project.
- Community Green Space** - gathering space for residents, patrons & community. Approximately .7 acres in center of development.

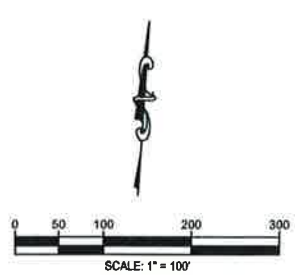
EXHIBIT D
Funded Infrastructure

- LEGEND**
- DW DOMESTIC WATER SERVICE
 - G GAS SERVICE
 - SAN SANITARY SEWER SERVICE
 - OE-E OVERHEAD ELECTRIC SERVICE
 - UG-E UNDERGROUND ELECTRIC SERVICE
 - STORM PIPE (SEE PLANS FOR MATERIAL)
 - PROPERTY LINE
 - SSMH SANITARY SEWER MANHOLE
 - STORM SEWER MANHOLE
 - CURB INLET
 - CATCH BASIN
 - NYLOPLAST DRAIN BASIN
 - ELECTRIC/COMMUNICATION POLE



Storm system structure installation. Design included on attached plan. Storm system will be conveyed to MWS.

Demolition & Site Preparation for infrastructure installation.



811
Know what's below.
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SURVEY INFO
PROVIDED BY: CESO, INC.
DATUM: TENNESSEE STATE
PLANE (NAD83 & NAVD 88)

FULMER LUCAS

2002 RICHARD JONES RD - SUITE B200
NASHVILLE, TENNESSEE 37215
INFO@FULMERLUCAS.COM (615) 345-3770



SITE PLANS FOR:
RIVERGATE INFRASTRUCTURE PLANS
1000 RIVERGATE PARKWAY
GOODLETTSVILLE, DAVIDSON COUNTY, TENNESSEE 37072

DR	DATE	DESCRIPTION
CDR	06/10/2025	PERMIT SET
CDR	06/27/2025	PERMIT SET
MWD	07/24/2025	AGENCY COMMENTS
BD	11/10/2025	AGENCY COMMENTS
CDR	01/15/2026	AGENCY COMMENTS
MWD	03/04/2026	AGENCY COMMENTS
MWD	09/01/2026	REVISION 1
CDR	07/28/2026	AGENCY COMMENTS

OVERALL SITE
UTILITY PLAN

C3.0