

**Diamond State Port Corporation
Board of Directors**

Resolution 25-10

Authorizations Related To Grant Funding

WHEREAS, Diamond State Port Corporation (“DSPC”) partnered with GT USA Wilmington, LLC (“GT Wilmington”) in 2018 to maintain, operate, and expand the Port of Wilmington (“POW”) and the Edgemoor Property as part of a long-term Concession Agreement.

WHEREAS, on July 28, 2023, Enstructure Wilmington Holdings LLC (“Enstructure”) entered into a Stock and Asset Purchase Agreement with GT Wilmington pursuant to which Enstructure acquired GT Wilmington’s assets at the POW and succeeded GT Wilmington as concessionaire under the Concession Agreement.

WHEREAS, the POW serves as a vital hub for international trade, transportation, and commerce, providing jobs and supporting regional industries.

WHEREAS, the continued operation, modernization, and expansion of POW as well as the development of a container terminal at the Edgemoor Property on the Delaware River are essential to the economic development and competitiveness of the region.

WHEREAS, various federal grant opportunities are available or may become available to support port operations and infrastructure improvements, including planning, engineering, environmental permitting, construction, and related capital expenditures.

WHEREAS, in furtherance of the development of the Edgemoor Property and the maintenance and development of the POW generally, DSPC, either individually, or in connection with Enstructure, desires to pursue and apply for government-funded financing opportunities, including federal grants (“Grants”).

WHEREAS, pursuant to Section 5.5(c) of the Concession Agreement, DSPC agreed to serve, at Enstructure’s expense, as the non-Federal proponent to the extent that such support was needed, as determined by Enstructure in its reasonable discretion, with any federally sponsored programs.

WHEREAS, any DSPC costs of pursuing grants related to the existing Port of Wilmington shall be borne by Enstructure.

WHEREAS, the Joint Development Agreement provides that unless otherwise agreed between the DSPC and Enstructure, the parties will share equally (*i.e.*, a 50/50 split) the costs for pursuing Grants related to the Edgemoor Property development.

NOW, THEREFORE, BE IT RESOLVED: The Board hereby authorizes and directs its officers, employees and/or subcontractors to pursue, apply for and secure available Grants in support of the operation, maintenance, and enhancement of the Port of Wilmington and the planning, design, and construction of a new container port at the Edgemoor Property.

FURTHER RESOLVED, that the Board hereby authorizes each of the Chair and the Vice-Chair of the Board and any authorized officer of DSPC (each, an “Authorized Signatory”), acting individually, to 1) submit applications, negotiate and execute agreements, and take all other actions in furtherance of obtaining applicable Grants; 2) expend funds for professional services and other expenses to effectuate to obtain Grants; and 3) expend funds received pursuant to a Grant in accordance with the terms of such Grant;

FURTHER RESOLVED, that each Authorized Signatory be, and each acting individually hereby is, authorized and directed to take such further actions and to execute and deliver, and to cause DSPC to perform its obligations under the agreements referenced in the foregoing resolution and such further agreements, instruments, certificates and any other documents as may be contemplated by or related to the agreements referenced in the foregoing resolution or as such Authorized Signatory determines to be necessary, appropriate or advisable to carry out the intent and effectuate the purpose of the foregoing resolution and the transactions contemplated thereby, the taking of such further action or the execution of such further agreement, instrument, certificate or other document by such Authorized Signatory to be conclusive evidence of such determination and the authority therefore; and

FURTHER RESOLVED, that any and all actions heretofore taken by any Authorized Signatory in connection with or related to any of the matters set forth herein or contemplated hereby, including, without limitation, any and all actions taken in connection with the negotiation, preparation and execution of the agreements referenced in the foregoing resolutions, be, and hereby are, ratified, confirmed and approved in all respects as fully as if such actions had been presented to the Board for its approval and approved prior to the taking of such action.

Resolution NUMBER: 25-10: Authorizations Related to Grant Funding

☒	Approved by DSPC Board of Directors
☐	Denied by DSPC Board of Directors
☐	Decision Deferred by DSPC Board of Directors
Date:	September 30, 2025 Meeting