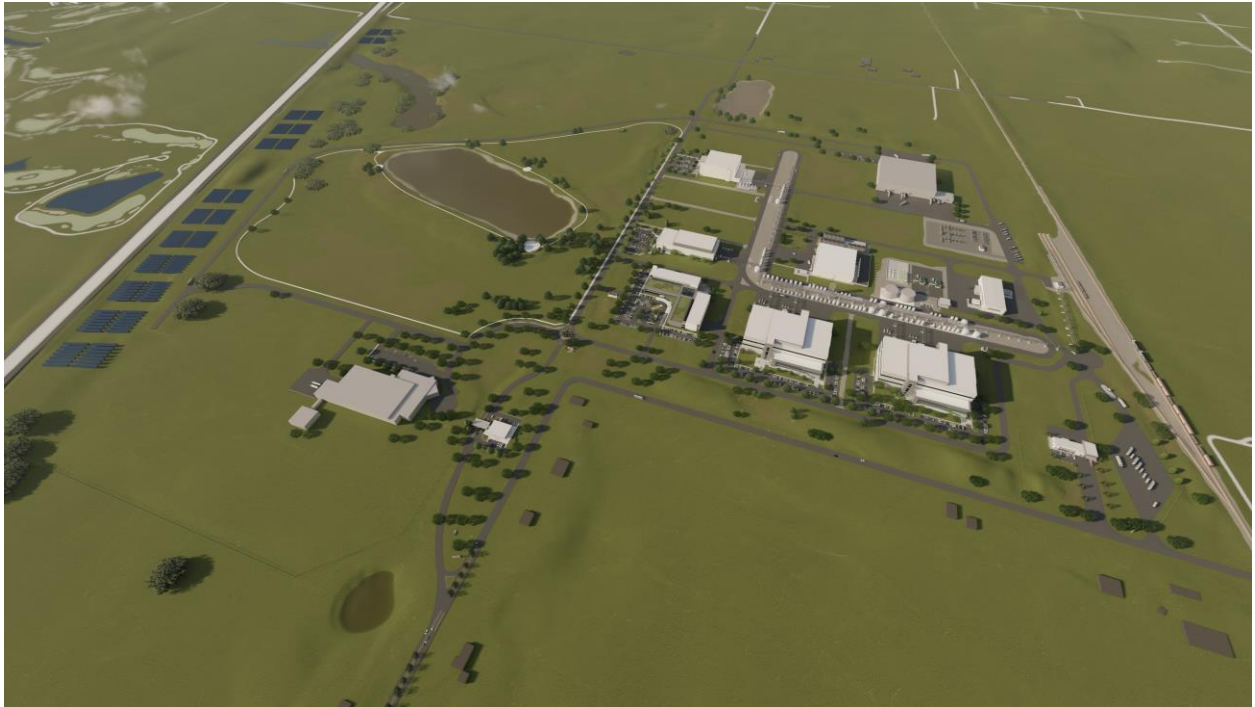


Eli Lilly Campus Project Narrative



Attachment to Lilly Campus Development Plan

Submitted to City of Lebanon Department of Planning

December 2, 2022

Lilly Campus Development Plan
Project Narrative

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Lilly Campus Development Plan Project Narrative

1. Introduction

1.1. Purpose

Eli Lilly is submitting its Development Plan Application for the new construction of a 600-acre manufacturing campus located near the intersection of Witt Road (CR 150W) and Lower Simmons Road (CR 375N). This development plan is assembled in accordance with the City of Lebanon Uniform Development Ordinance (UDO). The intent of this document is to provide supplemental information and perspective to the Development Plan Application forms and drawings included in the development plan submission.

1.2. Combined Operations and Land Use

The 600-acre Lilly Lebanon Campus is located entirely within the General Industrial (ID) District and consists of two distinct parcels, each having its own combined industrial operations. The larger parcel, having combined operations referenced as Lebanon Plant 1 (LP1), will manufacture bulk active pharmaceutical ingredients using a range of organic synthesis processes. The second parcel, having combined operations referenced as Lebanon Plant 2 (LP2), supports the growing biotech modalities of Cell and Gene Therapy.

The LP1 combined operations will function out of four manufacturing buildings. Two of those buildings are similar in design and scale to support peptide synthesis and purification processes. A third building runs more traditional small molecule synthesis processes, and a fourth building supports the synthesis and purification of products known as oligonucleotides. Each component of these combined overall operations is needed to support the new and growing medicines among Lilly's therapeutic product lines.

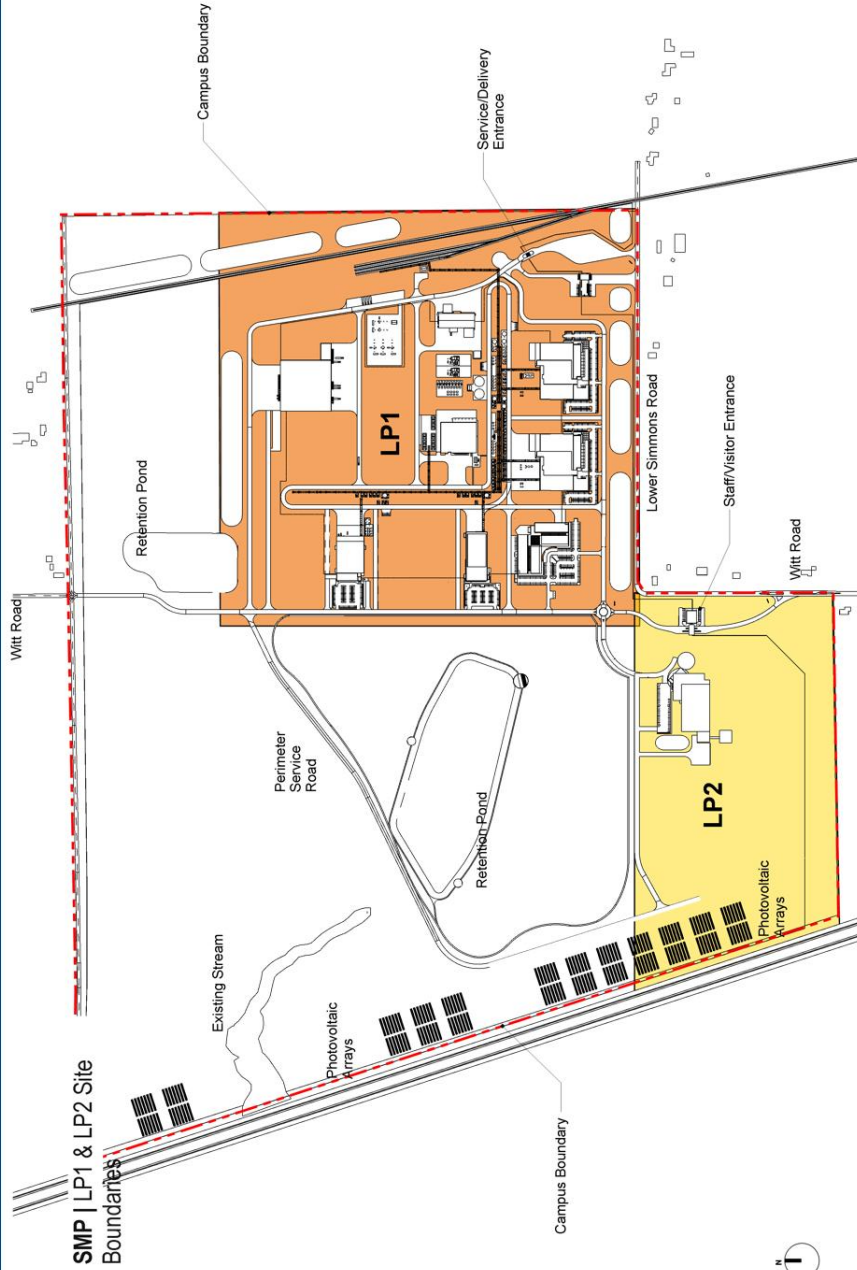
Because LP1 is a large site, the plans contemplate the necessity for on-site support facilities. An office and laboratory building serves as the gateway to LP1. This building houses offices for leadership and support staff as well as quality control labs and a wide range of employee services. Situated at the rear (north) of the developed area of the LP1 site, a warehouse supports operations by handling incoming materials, and storing finished material prior to shipment to drug product filling sites. A central utilities building is designed to receive utility feeds and be the "head end" for utility generation and distribution across the site. A solid waste handling building is also located behind the main manufacturing and will manage the proper disposition of on-site waste.

For perspective, the LP1 combined operations are located generally to the east of what is today Witt Road and to the north of Lower Simmons Road.

The LP2 combined operations are largely housed within a single building with necessary supporting functions, which include: production, offices, utilities, and warehousing. LP2 is located to the west of what is today Witt Road and is at the south end of the Lilly Campus. The Eli Lilly Visitor/Welcome Center is situated at the Campus entrance just east of LP2.

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SMP Overview



FLUOR®

Lilly Lebanon Campus Boundaries and Site locations

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1.3. Lebanon UDO Variance Request

Eli Lilly is requesting a variance of the Development Standards of the Lebanon UDO to provide for construction of buildings and supporting structures on LP1, up to a maximum of 125 feet (maximum fifty (50) feet permitted within the ID District). The proposed height is a necessary component of the clean, safe and efficient manufacturing process. Given the size of the parcel, the LP1 operations are intentionally designed to be a sufficient distance from the interstate and surrounding Agricultural-zoned properties so as not to negatively impact the aesthetics of the general area. Exact heights for the individual LP1 buildings are documented in the Application for Waiver(s) from the Development Plan Requirements form that is attached to the Lilly Development Plan Application.

2. Lilly Property and Existing Conditions

2.1. Original Survey

Surveys of original property parcels are attached to this document as Exhibit 1.0.

2.2. Witt Road

Witt Road currently runs from CR 375N to CR 450 N and bisects the proposed Lilly Campus. In order to safely and securely develop the site for these combined industrial operations, it is necessary to vacate only that segment of Witt Road that runs through the Campus. Closure to public traffic is not intended to occur until after March 31, 2023. A new private drive is planned for development.

2.3. Current Homes and Structures

Fifteen homes and associated buildings are located within the 600 acre Lilly Campus. All of the existing buildings will eventually be removed to allow for construction of the combined industrial operations. All permits will be obtained as required by the City of Lebanon UDO. During construction, some of the structures may be temporarily maintained to house construction offices. Activity to support site preparation and demolition is anticipated to begin in early in 2023.

2.4. Current Zoning

The Lilly Campus property is more specifically defined by the site survey drawings that are included as part of the Development Plan Sheet #1 drawing package. The entirety of the Campus, which includes both LP1 and LP2, is zoned to the General Industrial (ID) District.

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Lilly Lebanon Zoning Map

2.5. Stormwater

Approximately 75% of the Lilly Campus property drains northwest into an open ditch that flows under I-65 and eventually to Prairie Creek. The rest of the property drains north through a county legal drain into Spring Creek. Several other legal drains, visible on the surveys, run through the future Lilly Campus. Two of those legal drains flow from the south onto the Lilly property. These legal drains and existing topography can be seen in the Development Plan Sheet #2 drawing package.

2.6. Wetlands

A wetlands delineation report was assembled showing approximately ½ acre of land in the open ditch in the northwest portion of the site that is likely to be classified as a Jurisdictional Water of the United States. This portion the site is not being developed, and there is no corresponding impact to the wetland areas.

Remaining wetland areas within the site have been identified as isolated and/or farmed wetlands. Because they are isolated, these areas are typically within the jurisdiction of the State of Indiana through IDEM; however, since they are also categorized as low quality (farmed) they are not regulated by IDEM. No permit other than a notice of intent is required to build on these isolated and/or farmed wetland areas.

A formal jurisdictional determination has been requested from the Army Corps of Engineers. Construction will not begin until this review is completed and the original report confirmed.

3. Proposed Site and Campus Conditions

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While there are two separate parcels, each having their own combined industrial operations, the overall 600 acre property is being developed as a single campus. This will ensure an all-inclusive solution to many site-related issues.

3.1. Boundaries

The primary plat has been proposed for the entire Lilly Campus and is included as part of the Sheet #1 Development Plan submission.

3.2. Site Grading and Stormwater Management

Approximately 75% of the Lilly property drains northwest into the Prairie Creek watershed. The rest of the property drains north into the Spring Creek watershed. The site grading plan was designed to maintain that ratio of run-off. Also, where stormwater currently drains across the Lilly site, legal drains will be modified to ensure that changes to the Lilly site will not affect land upstream or downstream of the Lilly Campus.

The site grading, stormwater management, and erosion control strategy is defined on Development Plan Sheet #2 and Sheet #4 drawing packages. The Sheet #2 drawing package focuses on the existing stormwater and drainage conditions. It also highlights initial erosion control steps to ensure that stormwater and erosion issues can be responsibly managed on site during the later phases of site development.

The Sheet #4 drawing package provides an overview of the grading plan as well as the erosion control strategy. Stormwater calculations are included in this document as Exhibit 2.0.

3.3. Site Access

The personnel entrance to the Lilly Campus is located on the west side of Witt Road just north of the south boundary of the property. It is expected that most employee traffic will approach the site either from the east or the west along CR 300. From CR 300, vehicle traffic will proceed north on Witt Road and make a left turn to enter the Lilly Campus. Vehicle traffic may also access the Campus from the east along Lower Simmons Road, where it will round the curve onto Witt Road before turning right onto the Lilly Campus.

The Industrial entrance is located on Lower Simmons Road just west of the railroad crossing. Industrial traffic will be directed to enter the site from the east along Lower Simmons Road. Lilly is purposefully creating separate traffic flow patterns to decrease traffic conflicts and/or congestion around the Lilly Campus entrances.

For safety, an emergency entrance is also located on the north side of the Campus near the intersection of Witt Road and CR 450 N. This entrance is not intended for use by regular vehicle traffic following the completion of construction but can be opened if needed for

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temporary and/or emergency access to the Campus. This access point can be made available for emergency response vehicles in the event that primary public routes are inaccessible.

While the new Lilly Campus will increase traffic in the area, the greater traffic flow will be during the peak of construction. The current project schedule shows construction activities from spring of 2023 until mid-2027. Throughout that time, at least two of the above access points will be in use. A number of road upgrades around the site will require that construction traffic and entrance/exit points change depending on which roads are open. An effort will be made to limit congestion during construction by splitting traffic flow between open site access points.

3.4. Rail Siding

A rail siding is planned on the east side of the LP1 site. The siding will be designed to minimize the time that crossing points are blocked during the switching of trains. The rail line is a local distribution line and does not see significant traffic. The number of cars that will be delivered to and shipped from the Lilly Campus is easily handled by the current service, so no additional train traffic will be needed.

3.5. Private Solar Field

In an effort to be environmentally conscientious, a private solar field to supply on-site power for the combined industrial operations and supplement Lilly Campus power needs will be located along I-65 on the western boundary of the Lilly Campus. Panels will be installed within the interstate overlay zone and behind the required landscaping boundary area as defined within the Lebanon UDO. Additional landscape screening will also be installed to obscure the view of the private solar field from I-65, which will be minimally visibly from any other public routes.

3.6. Utilities

Major utilities are being provided from existing systems, though upgrades and/or construction projects will be associated with each utility service. Water and wastewater connections are being provided to the Lilly Campus boundary. Gas and electricity are being provided on the Lilly Campus through easements that allow for the final connection points to be located closer to the points of use. A high level schedule of Utility upgrades and service dates is attached as Exhibit 3.0.

3.6.1. Water

City water is being provided to the Campus from the water main that runs along CR 300. A smaller temporary water line will be run along Witt Road to the Campus during the spring of 2023 to support construction operations. A larger main water supply line will follow the same path to the site. Two meter pits will be installed near the corner of Witt

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Road and Lower Simmons Road. One meter pit will feed LP1, and one will feed LP2. This later water service will be in place in time to support start-up operations. Lilly has provided peak and average demands for water to Lebanon Utilities.

3.6.2.Wastewater

A new city wastewater lift station is being installed in the southeast corner of Witt Road and Lower Simmons Road. From this new lift station, wastewater will be routed back to the Lebanon Wastewater Treatment Plant. Lilly sanitary and process wastewater will flow into the new lift station from LP1 and from LP2. Each waste stream will be managed by the source site, but the streams will be combined before flowing into the new city lift station. Peak and average waste flows have been provided to Lebanon Utilities along with key treatment loads.

3.6.3.Electricity

The main electric feed to the Campus will be from the substation located on IND-47 to the northeast of the Campus. New distribution lines will run from the upgraded substation to the Lilly Campus. An easement will run through the Campus to allow power to be routed to a single campus substation. Metering to the separate combined industrial operations on LP1 and LP2 will occur downstream of the substation on the Lilly site. Wabash Valley Power Associates and Boone County REMC have been given expected electric loads.

For temporary construction power, Boone REMC will upgrade the three-phase distribution system that runs along IND-39. From there, new conductors along Lower Simmons Road will feed temporary construction power to the Campus. Construction loads have been provided to Boone REMC.

3.6.4.Gas

Gas service will be provided by one of the two high pressure gas pipelines that run on either side of the Lilly Campus. These pipelines serve as key connections between Lebanon and Frankfort. A medium pressure pipeline will be run to the Lilly Campus and feed it from the north. An easement will be granted through the Lilly Campus to allow the metering point to be located closer to the points of use. Expected natural gas loads have been provided to CenterPoint Energy.

3.7. Combined Industrial Operations

Exhibits showing a high level view of the layout of the LP1 and LP2 combined industrial operations on the Lilly Campus and elevation views of main facilities are attached as Exhibit 4.0 – 4.12.

3.7.1.LP1 Combined Industrial Operations

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LP1 will consist of 10 supporting buildings (11 if including the Lilly Campus Visitors/Welcome Center that is located within the LP2 boundary) and a central tank farm/solvent recovery area. A layout of the combined industrial operations can be seen in the Development Plan Sheet #3 drawing package.

The following table summarizes the size and height of the combined industrial operations buildings.

Building	Gross Area Estimate	Number of Stories	Footprint	Height
Primary Buildings	Square Feet	Stories	Square Feet	Feet
Administration/Labs	194,200	2 +penthouse	86,203	NMT 60' to parapet
Peptides Building #1	333,700	3 +penthouse	99,150	NMT 125' to parapet
Peptides Building # 2	333,700	3 +penthouse	99,150	NMT 125' to parapet
Small Molecule	156,000	3 +penthouse	55,720	NMT 125' to parapet
Oligonucleotides	120,800	2 +penthouse	46,560	Approx 65' to parapet
Central Utility Building	94,740	2	50,830	Approx 44' to parapet
Warehouse	143,000	1 +penthouse	123,000	Approx 58' to parapet
Hazardous Chemicals Storage	25,000	1	25,000	Approx 29' to parapet
<i>Total Area</i>	1,401,140		585,613	
Rest Of Site				
<i>Peptides External Tank Farm</i>	117,165	n/a	117,165	Open Tank Farm
Solid Waste Recycling	25,435	1	25,435	Approx 38' to parapet
<i>Drum Waste</i>	2,500		2,500	Approx 18' Open Canopy
Fire Station	7,061	1	7,061	Approx 30' to parapet
Visitor Center	3,253		3,253	Approx 20' Parapet
<i>ROS Total Area</i>	154,414		154,414	

LP1 Combined Operations – Building sizes and heights

3.7.2.LP2 Combined Industrial Operations

LP2 will consist of 3 supporting buildings (one of these is the Lilly Campus Visitors/Welcome Center). A layout of the combined industrial operations can be seen in the development plan Sheet #3 drawing package.

The following table summarizes the size and height of the different buildings.

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BUILDING	GROSS AREA ESTIMATE	NUMBER OF STORIES	FOOTPRINT	HEIGHT
	Square Feet	Stories	Square Feet	Feet
Gene Therapy*	186,746	2 + partial basement	79,540	approx 49' to parapet
Central Utilities Building	31498	2	15749	approx 47' to parapet
Spine	2,194	1	2,194	approx 37' to parapet
*Includes manufacturing, quality control labs, warehousing and office areas				

LP2 Combined Operations – Building sizes and heights

4. Development Guidelines

4.1. Architectural

Lilly is being intentional to ensure that the architectural style of buildings within the Campus share complimentary design elements. The intent is to provide a consistent and cohesive appearance, but not exact copies. As a principle, the main administration and lab buildings will show a progression from the Campus entrance to the back of the buildings. The goal is to present commercial curb appeal particularly for the visible portions of the Campus with the building progressions transitioning into materials and design consistent with the industrial nature of the industrial operations. The transition will be accomplished using the following materials:

- Curtainwall Entrance and Façade
- Insulated Metal Building Panel OR Cementitious Rainscreen Panels in warm color tones.
- Insulated Core Concrete Pre-Cast Wall Panels toward the back of the buildings

Glass curtain wall with warmer materials will be used to identify office and entrances while pre-cast wall panels with reveals will be used to identify manufacturing. Office/lab headblocks on the front of manufacturing buildings will use similar principles of transition. The back of the administration building will use pre-cast construction to complete the transition from public to private portions of the Campus. See the exhibit section for elevations and renderings of the major facilities at the Campus.

4.2. Setbacks

While the front-of-property setback requirement in the General Industrial (ID) zoning district is ordinarily 100 feet, Lilly has prepared a site design that contemplates construction of all of the industrial buildings over 300' from the Campus property lines along Witt Road and Lower Simmons Road. Along the west, north and east property boundaries, manufacturing facilities are located greater than 800' from the property boundary.

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4.3. Traffic

Approximately 50% of the headcount at the Campus will be employees on shift work. This means that during a given weekday, there will be 3 flows of traffic in the morning and in the evening. In the morning, the shift coming in will arrive before shift change. Shift schedules have not been established, but from prior operations experience, shift change is generally between 5:30 and 6:00 at other Lilly sites. The departing shift will leave soon after shift change is complete. Straight day employees typically arrive over a longer period of time – generally 6:00 am to 9:00 am. In the evening, the cycle repeats. The incoming shift arrives before shift change, the outgoing shift leaves after shift change, and the straight day employees will leave between 3:00 pm and 6:00 pm. This spread of arrival and departure times helps to avoid congestion during morning and evening rush hours. A traffic study has been completed using estimated staffing loads. The study shows that all planned road upgrades will be adequate for the predicted traffic load.

4.4. Parking

Parking for the LP1 and LP2 combined industrial operations will be located near all of the major administrative and manufacturing buildings. Initial parking on site is sized to support the largest shift, plus the outgoing or incoming shift, plus 10%. Initially, options for biking or public transportation to work are minimal, but it is anticipated that future growth may not require person for person increase in parking as alternate transportation and incentives for carpooling become a reality. Parking calculations and assumptions are included in the Sheet 3 drawing package.

4.5. Landscaping

A landscape plan has been developed that aligns with requirements of the Lebanon UDO. Lilly views this as a minimum landscape standard and often landscapes its facilities to a higher standard than required. Details of the landscape plan and sample rendering are included in the drawing package.

4.6. Greenspace

There are approximately 300 acres of land that are not currently contemplated for buildings and industrial operations. This supporting Campus area is largely located in the north and northwest sides of the Campus. Around 100 acres on the Campus is being dedicated to amenities that include parklike greenspaces, and a mixture of ponds (site retention/detention), trees, prairie, and lawn areas for employee use.

Several walking paths will wind through greenspaces and will connect the industrial operations. These trails as well as other outdoor work and recreation areas will be available for use by employees. When completed, the Campus will contain between 2 and 3 miles of walking paths.

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4.7. Signage

Campus signage is expected to be minimal. Ground signs that comply with the City of Lebanon UDO guidelines are to be located at the main personnel and industrial Campus entrances. A third, smaller sign is to be posted at the north entrance to the site to identify it as an emergency entrance only and provide emergency contact information.

A single red Lilly script logo is expected to be posted on the main building for LP1 and LP2. These will be posted to face the personnel entrances, so will likely only be visible from the south side of the Campus.

4.8. Lighting

The strategy to light the Campus involves 3 zones of lighting. The highest light level will be in the center of the industrial operations. With decreasing levels of light working out from the center.

The highest lighting level will be in areas where process and process support operations may need to occur outside at night. These areas will require a higher level of background light even though local task lighting will help limit area light levels. LP2, the smaller of the industrial operations has none of these areas. The larger LP1 combined industrial operations, has a tank farm and solvent recovery area that will be located outside, and will operate around the clock. The design of the Campus shows that these areas are located within the interior of the Campus and wrapped/screened by buildings. Distribution lenses and side shields will also be used to control light leakage from the center of the industrial operations. Where there are no buildings to serve as shields, the distance to the property lines is increased significantly (> 800'). Light shields and screening panels will be used to control the night-time view from larger distances.

The second lighting zone will be around the fronts of the buildings and the parking areas. Both LP1 and LP2 will have these areas. Lighting levels in this zone are much lower and are intended to ensure safe movement between buildings and around the parking areas. House-side shields, directional lenses and light placement will be used to limit light leakage to areas that do not need to be lit.

The final lighting zone is the lowest level of lighting and will be used to light the plant roads. Illumination here will be from lights that are not as tall and will be focused on the roads. Beyond proper lighting design, these plant roads are located behind a landscape buffer that will provide an additional barrier to shield light from the Campus from reaching off site.

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5. Site Sustainability

5.1. LEED

Though site and facility design are not yet complete, Lilly expects to receive LEED certification for both of the LP1 and LP2 industrial facilities. Initial assessments of the conceptual design support LEED Gold for the sites, with some specific buildings supporting higher classifications.

5.2. Process Safety

Lilly will follow its own Globally Integrated Process Safety Management program in the use of all hazardous chemicals. This program meets or exceeds OSHA Process Safety Management requirements and is implemented at all Lilly sites that use hazardous chemicals. An on-site, private fire station is planned to provide service for and enhance Campus safety.

5.3. Environmental

5.3.1. Permits

Lilly is working with IDEM and other governing groups to ensure that permits are obtained and that all waste streams are managed properly and within acceptable discharge limits. This includes all waste streams, emissions, and discharges, if any, to air, water, or land.

5.3.2. Design Principles

In addition to a Process Safety Management program, Lilly is applying several design principles to support safe long-term performance. Examples include:

- No buried chemical lines or tanks.
- No vents to roof.
- Minimize possible leak points in piping systems.
- Site diversion tank to collect all site run-off in the event of upset conditions.
- Primary Control Device(s) applying Best Available Control Technology (BACT) at all process openings and vents.

5.3.3. Solvent Recovery and Reuse

Another way that Lilly intends to minimize the environmental footprint of this new Campus is to recover and reuse a significant percentage of the waste streams. Not only will this minimize the amount of waste from the site, but it will also reduce world-wide demand for the materials. Solvent Recovery/reuse will also reduce the impact of shipping and disposing of waste streams. While technical analysis is still underway to determine which waste streams can be recovered, Lilly believes it will be possible to recover and reuse at least 70% of the waste solvent volume used at the Campus.

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5.3.4. Steam and electrification

A significant source of heat energy in a pharmaceutical industrial operation is steam. There is desire to move more of the process heating load to electricity, because an increasing percentage of electricity can be produced from renewable sources. Lilly supports this strategy, but at this time the electric capacity and distribution infrastructure in the area is not adequate to replace a significant steam load. To allow for future transition to electrification, Lilly will generate its steam from a larger number of smaller high-efficiency natural gas boilers. In the future, as the electric grid in the area grows and electrification options become available, Lilly will be able to reduce the steam load slowly by removing one boiler at a time.

5.3.5. Solar

To support electrification and a move to a renewable power grid, Lilly intends to install a private solar field to provide an anticipated 15% of its annual electric load.

5.3.6. Rail Shipment

Lilly intends to install a rail siding within the boundaries of its plant. Incoming raw materials and outgoing waste material streams that are of sufficient volume will be shipped via rail. This will remove trucks from the highways and lessen the overall environmental impact of the material shipment.