

*City of Winston-Salem*

OFFICE OF THE MAYOR

POST OFFICE BOX 2511 • WINSTON-SALEM, NC 27102

J. ALLEN JOINES  
MAYOR

October 19, 2009

Mr. Kip G. Thompson  
Vice-President, Global Facilities and Strategic Growth  
Dell Inc  
One Dell Way, MS RR2-12  
Round Rock, TX 78682

Dear Mr. Thompson:

This is to confirm our recent conversations regarding the reimbursement by Dell to the Winston-Salem Community of all upfront costs and expenses paid by the Community for the Dell Facility project and all of the Annual Incentive Grants paid to Dell by the City and County. My understanding is that Dell has reviewed the amounts paid by the City, the County, the Millennium Fund and the Forsyth Development Corporation and you are in agreement with said amounts to be repaid.

To Summarize, the amounts that will be reimbursed by Dell are:

- City of Winston-Salem.....\$15,556,071.00
- County of Forsyth.....\$ 7,916,328.00
- The Millennium Fund.....\$ 2,774,228.00 ✖
- Forsyth County Development Corporation.....\$ 308,622.00 ✖

The Community will send a formal letter for reimbursement at the time the Dell facility in Winston-Salem ceases operations. Dell will make the payments to the Community within 30 days from the receipt of said formal letter.

As we discussed, it is appropriate for Dell to acknowledge immediately that we have reached an agreement on the amounts to be reimbursed.

Please respond to this letter at your earliest convenience.

Sincerely,



Allen Joines,  
Mayor

PC: David Plyler  
Ralph Womble  
Robert Leak  
City Council  
Lee Garrity

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*Exhibit-E*