

**MINUTES OF THE MEETING OF
THE AUDIT COMMITTEE OF
THE HUDSON YARDS INFRASTRUCTURE CORPORATION**

May 7, 2024

A meeting of the Audit Committee (the “Committee”) of the Hudson Yards Infrastructure Corporation (the “Corporation”) was held on May 7, 2024 at approximately 3:06 p.m., conducted at 255 Greenwich Street, Room 6M4, New York, New York 10007.

The following members of the Committee or their alternates were present:

Jacques Jiha, Director of Management and Budget of The City of New York (the “City”), represented by David Womack;

Brad Lander, Comptroller of the City, represented by Jay Olson;

Adrienne Adams, Speaker of the City Council, represented by Emre Edev; and

Meera Joshi, Deputy Mayor for Operations, represented by Ya-Ting Liu; constituting a quorum of the Committee.

Claudia Martinez served as secretary of the meeting.

Also in attendance were members of the public, officers of the Corporation, and employees of various agencies of The City of New York, who joined in-person and remotely.

The meeting was called to order by Mr. Womack, Chairperson of the Committee.

Approval of Minutes of Meeting of September 18, 2023

The first item on the agenda was the approval of the minutes of the prior meeting of the Committee which occurred on September 18, 2023. There was no discussion, and upon unanimous vote, the following resolution to adopt such minutes was duly adopted:

WHEREAS, the Audit Committee of the Hudson Yards Infrastructure Corporation has reviewed the minutes of the Audit Committee meeting held on September 18, 2023; it is therefore

RESOLVED, that the minutes of the Audit Committee meeting of September 18, 2023 be, and they hereby are, approved.

Annual Report of Audit Committee

The second item on the agenda was the Annual Self-Evaluation and review of the Annual Report of the Committee. Mr. Womack noted that pursuant to Section III(k) of the Audit Committee Charter, the Committee is required to conduct an annual self-evaluation. The Annual Report, which described the Committee's activities during calendar year 2023, was contained in the packet provided to the Committee members. Mr. Womack explained that the proposed resolution expressed the view that, based on the Committee's accomplishments in the previous calendar year, the Committee believes that it has performed its duties in a satisfactory manner. Mr. Womack also noted that the proposed resolution approves the presentation of the Annual Report to the Board of Directors. There being no discussion, upon unanimous vote, the following resolution was adopted:

WHEREAS, Section III(k) of the Audit Committee Charter and Section 5.3 of Directive 22 of the City of New York Office of the Comptroller require the Audit Committee to issue an annual report to be prepared no later than October 30 of each year, which details the activities and decisions of the Committee for the prior calendar year;

WHEREAS, the Audit Committee has reviewed the Annual Report of the Audit Committee, as attached hereto¹ and finds it to be reasonable;

WHEREAS, Section III(j) of the Audit Committee Charter requires the Audit Committee to conduct an annual self-evaluation of its performance, including its effectiveness and compliance with the Audit Committee Charter; and

WHEREAS, the Audit Committee finds its performance to be satisfactory, effective, and in compliance with the Audit Committee Charter; it is therefore

¹ Filed with the meetings minutes.

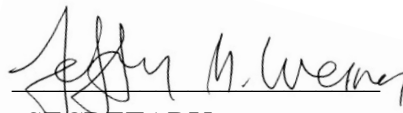
RESOLVED, that the Annual Report of the Audit Committee is hereby approved and shall be presented to the Board of Directors of the Hudson Yards Infrastructure Corporation.

Presentation of Audit Plan by Independent Auditors and Discussion of New Accounting and Auditing Standards

The third and final item on the agenda was a presentation by the Corporation's independent auditor, Mayer Hoffman, P.C. ("Mayer Hoffman"), regarding the Corporation's audited financial statements for the fiscal year ended June 30, 2024. Mr. Womack introduced Philip Marciano, a representative from Mayer Hoffman, who introduced additional representatives, Daniel McElwee and John D'Amico. Mr. Marciano then referred to the firm's plan for the audit of the financial statements for the fiscal year 2024 which had been distributed to the Committee members in advance of the meeting. Mr. Marciano asked if any Committee members had any knowledge of or suspicion of fraud, and the Committee confirmed that it had no such knowledge. There was no further discussion.

Adjournment

There being no further business to come before the Committee, upon unanimous vote, the meeting was duly adjourned.


SECRETARY