

DEFENSE AND INDEMNIFICATION POLICY

The Troy Industrial Development Authority (the "Authority"), shall indemnify each member, each Director, each officer, and, to the extent authorized by the Board of Directors, each other person authorized to act for the Authority or on its behalf, to the full extent to which indemnification is permitted under the Public Authorities Law.

This policy is hereby adopted and shall be effective immediately as approved and adopted this [31st] day of [October], 2008.