

ENVIRONMENTAL COVENANT

This is an environmental covenant executed pursuant to the Uniform Environmental Covenants Act, West Virginia Code Chapter 22, Article 22B, to restrict the activities on, and uses of, the following described property:

A fourteen (14) acre tract located on the west side of West Virginia Route 2, New Cumberland, Hancock County, West Virginia, more specifically described in Exhibit A, otherwise known as the NewChem, Inc. Facility (the "Property")

Activities on and uses of the above-described property that may result in excessive human exposure or in the release of a contaminant that was contained as part of the remedial action related to this covenant are prohibited. Those activities and uses include, but are not limited to:

1. Use of groundwater beneath the Property for potable purposes or any other use that could result in human exposure, unless such use is required by the Final Remedy or it is demonstrated to WVDEP that such use will not pose a threat to human health or the environment;
2. Well drilling at the Property without prior approval from West Virginia Department of Environmental Protection ("WVDEP"), to prevent inadvertent exposure to the contaminated groundwater and adverse effects to the Final Remedy unless it is demonstrated to WVDEP that such wells will not pose a threat to human health or the environment; and
3. Property use for any purpose other than industrial unless it is demonstrated to WVDEP that another use will not pose a threat to human health or the environment and WVDEP provides prior written approval for such use.

The owner of record of the property, and its contact information, is:

NewChem, Inc.
7743 Ohio River Blvd.
New Cumberland, WV 26047

The following entity is the holder of this covenant:

NewChem, Inc.
7743 Ohio River Blvd.
New Cumberland, WV 26047

The facts regarding the remediation response project at this property are:

From 1979 to 1993, several chemical companies operated at the Facility, manufacturing herbicides and other types of specialty chemicals. During this

period, numerous inspections by the WVDEP and the United States Environmental Protection Agency ("EPA") identified significant operational flaws including, the presence of open and leaking drums, stained soils, the storage of waste in open containers, and the failure to perform chemical analysis of wastes stored at the Facility.

From June 1993 to May 1996, EPA directed emergency response activities at the Facility. At that time, a total of 1,980 full drums were located at the Facility. All hazardous and non-hazardous waste drums were removed from the Facility. An estimated 100 cubic yards of material and/or contaminated soils were also removed during the response activities.

On August 1, 1997, NewChem, Inc. ("NewChem") purchased the Property and began operating as a specialty chemical manufacturing facility. In 2002, EPA issued an Administrative Order on Consent, Docket No. RCRA-03-2002-0010, pursuant to Section 3008(h) of the Resource Conservation Recovery Act, 42 U.S.C. § 6928, to NewChem to conduct a site-wide investigation to determine sources of contamination, the nature and extent of any contamination, and to conduct interim measures to identify and correct any actual or potential releases of hazardous waste or hazardous constituents, as necessary, at the Property.

Groundwater samples collected in May 2006 and in November 2009 by WVDEP and NewChem, respectively, revealed concentrations of trichloroethene ("TCE") that exceeded the Maximum Contaminant Level ("MCL") codified at 40 C.F.R. Part 141 and promulgated pursuant to the Safe Drinking Water Act, 42 U.S.C. § 300f et. seq. in site-adjacent well sample MW-MP6 (31 micrograms per liter ("ug/l")), and in on-site well MW-2D (12 ug/l). In addition, quarterly sampling events from March 2013 through September 2014 revealed concentrations of benzene and chlorobenzene exceeded their respective MCLs in on-site well Monitoring Well Number 7. In addition to contaminants in groundwater at the Property, environmental sampling identified a few metals such as, arsenic, manganese, vanadium, and one pesticide, pendimethalin, in on-site soils that exceeded their respective risk based screening concentrations.

On September 25, 2012, EPA issued a Final Decision and Response to Comments ("FDRTC") which selected anaerobic bioremediation of groundwater to accelerate the TCE reduction process along with groundwater monitoring to verify the effectiveness of the treatment.

Since some concentrations of contaminants remain in the groundwater at the Property above levels appropriate for residential and domestic uses, and some contaminants remain in the on-site soils in excess of their risk based concentrations, the Final Remedy also requires the execution of an enforceable mechanism, such as this Environmental Covenant, which implements the activity and use limitations in order to minimize the potential for human exposure to such contaminants.

The owner(s) of the property shall provide written notice to the holder, the Secretary of the West Virginia Department of Environmental Protection (WVDEP), and the United States Environmental Protection Agency, Region III (EPA Region III) within ten (10) days following transfer of a specified interest in the property subject to this covenant, changes in use of the property, application for building permits regarding the property, or proposals for any site work affecting the contamination on the property.

The owner(s) shall conduct inspections of the property to monitor compliance with this covenant at least one time per year and shall submit two (2) signed copies of the inspection monitoring report to the WVDEP, DWWM headquarters in Charleston, WV, and EPA Region III within thirty (30) days of the inspection.

This covenant shall not be amended, modified, or terminated except by written instrument executed in accordance with W.Va. Code §22-22B-9 or §22-22B-10, by and between the owner(s) at the time of the proposed amendment, modification, or termination; the Secretary of WVDEP; EPA Region III; and the holder of this covenant. Additionally, the then current owner(s) of the property shall provide the Secretary of WVDEP and EPA Region III written notice of the pendency of any proceeding or any proceeding that could lead to a foreclosure, as referred to in W.Va. Code §22-22B-9(a)(4), within seven (7) days of the owner's receiving notice of the pendency of such proceedings. Within five (5) days of executing an amendment, modification, or termination of this environmental covenant, the owner shall record such amendment, modification, or termination with the Clerk of the County Commission, and within five (5) days thereafter, the owner shall provide a true copy of the recorded amendment, modification, or termination to the Secretary of WVDEP and to EPA Region III.

The administrative record for the environmental response project reflected in this covenant is maintained in the United States Environmental Protection Agency, 1650 Arch Street, Philadelphia, PA 19103-2029 and is entitled:

NewChem, Inc.
EPA ID #WVD074968413

WVDEP and EPA are granted full right of access to the property for the purpose of implementation or enforcement of this covenant.

Pursuant to W.Va. Code §22-22B-11(a), a civil action for injunctive or other equitable relief for violating this covenant may be maintained by EPA.

All restrictions and other requirements described in this covenant shall run with the land and shall be binding upon all holders and the current owner and their grantees, lessees, authorized agents, employees, or persons acting under their direction or control.

All written notices and correspondence required by this covenant shall be forwarded to the following agencies:

West Virginia Department of Environmental Protection
Division of Water and Waste Management
601 57th Street SE
Charleston WV 25340

United States Environmental Protection Agency, Region III
Land and Chemicals Division
1650 Arch Street
Philadelphia PA 19103

IN WITNESS WHEREOF, the following holder has executed this covenant on the dates indicated.

NEWCHEM, Inc.

Printed Name: Robert P. Elefante

Title: President

[Signature]
Signature

5/8/19
Date

I, Jungkil Han, a Notary Public in and for the County of Somerset, State of New Jersey, do hereby certify that the holder(s) whose name is signed above, this day executed this document in my presence or this day acknowledged same to be true act and deed of said holder(s).

Given under my hand this the 8th day of May, 2019.
My commission expires 12/01/2021.

[Signature]
Notary Public



West Virginia Department of Environmental Protection

Printed Name: Harold D. Ward

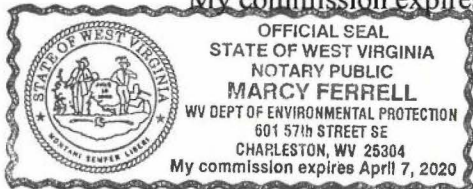
Title: Acting Director, Division of Water & Waste Management

Harold D. Ward
Signature

5-30-19
Date

I, Marcy Ferrell, a Notary Public in and for the County of Kanawha, State of West Virginia, do hereby certify that Harold D Ward, whose name is signed above as the representative of the agency, this day executed this document in my presence or this day acknowledged same to be true act and deed of said holder(s).

Given under my hand this the 30th day of May, 2019.
My commission expires April 7, 2020.



Marcy Ferrell
Notary Public

The Clerk will return the recorded document to:

Mr. Harold D. Ward, Acting Director
WVDEP, DWWM
601 57th Street SE
Charleston, WV 25034

ATTACHMENT A
PROPERTY BOUNDED BY RESTRICTIVE ENVIRONMENTAL COVENANT

All that certain lot or parcel of land situate in the Grant District, County of Hancock, State of West Virginia, more particularly bounded and described as follows:

Beginning at an iron pin on the westerly former right of way line of West Virginia Route 2 at station 246+16.56, 49.14' left of centerline, said point being South 59°06'52" West, 60.48' from a highway monument at station 246+23.42, 10.94' right of centerline; thence along the dividing line of property now or formerly Mountaineer Park, Inc. and property herein described, the following five (5) courses and distances, viz:

South 59°06'52" West, passing through an iron pin at 59.35', 202.14' to a point being the westerly existing right of way line of West Virginia Route 2 at station 245+93.82, 250.00' left of centerline;

thence South 59°06'52" West, 423.89' to an iron pin;

thence North 24°24'02" West, passing through an iron pin at 646.22', 1109.62' to an iron pin;

thence North 65°36'19" East, 555.70' to an iron pin being the westerly existing right of way line of West Virginia Route 2 at station 256+55.44, 115.00' left of centerline;

thence North 65°36'19" East, 66.91' to an iron pin on the westerly former right of way line of West Virginia Route 2 at station 256+55.41, 48.09' left of centerline;

thence along the westerly former right of way line of West Virginia Route 2, South 24°22'07" East, 1038.85' to an iron pin at the place of beginning.

Contains 15.348 Acres

See West Virginia Route 2 construction plans by HDR Engineering, Inc., Weirton, WV, Project U315-2-13.34, N.H.-002(385)

Legal description based on survey prepared by Dallis Dawson (P.S. #2055) and survey by Michael Dorsch, P.S., Tri-State Surveying, Inc. for Mountaineer Park, Inc., dated January 2, 2002.

The bearing basis is new centerline of West Virginia Route 2, North 24°25'35" West.

Subject to the new right of way of West Virginia Route 2, as recorded in Deed Book Volume 260, Pages 574-577, bounded and described as follows:

Beginning at an iron pin on the westerly former right of way line of West Virginia Route 2 at station 246+16.56, 49.14' left of centerline, said point being South 59°06'52" West, 60.48' from a highway monument at station 246+23.42, 10.94' right of centerline; thence along the dividing

line of property now or formerly Mountaineer Park, Inc. and property herein described, South 59°06'52" West, passing through an iron pin at 59.35', 202.14' to a point being the westerly existing right of way line of West Virginia Route 2 at station 245+93.82, 250.00' left of centerline; thence along the westerly existing right of way line of West Virginia Route 2, the following nine (9) courses and distances, viz:

North 24°25'35" West, 76.18' to a point at station 246+70, 250.00' left of centerline;

thence North 49°18'48" East, 125.00' to a point at station 247+05, 130.00' left of centerline;

thence North 03°10'33" West, 96.57' to a point at station 246+95, 95.00' left of centerline;

thence North 24°25'35" West, 145.00' to a point at station 249+40, 95.00' left of centerline;

thence North 17°18'05" West, 80.62' to a point at station 250+20, 85.00' left of centerline;

thence North 24°25'35" West, 186.46' to an iron pin at station 252+06.46, 85.00' left of centerline;

thence North 24°25'35" West, 63.54' to a point at station 252+70, 85.00' left of centerline;

thence North 41°07'32" West, 104.40' to a point at station 253+70, 115.00' left of centerline;

thence North 24°25'35" West, 285.44' to an iron pin at station 256+55.44, 115.00' left of centerline;

thence North 65°36'19" East, 66.91' to an iron pin on the westerly former right of way line of West Virginia Route 2 at station 256+55.41, 48.09' left of centerline;

thence along the westerly former right of way line of West Virginia Route 2, South 24°22'07" East, 1038.85' to an iron pin at the place of beginning.

Contains 1.54 Acres