

When recorded, return to: J. Michael Wiley McCormick Law Firm 835 West Fourth Street Williamsport, PA 17701

The County Parcel Identification Numbers of the Property are: Lycoming County Tax Parcels 38-001-137, 37-003-146, 40-004-200, 40-006-203, and 40-006-206

GRANTOR: ANDRITZ INC.

PROPERTY ADDRESS: 35 Sherman Street, Muncy, PA 17756

ENVIRONMENTAL COVENANT

This Environmental Covenant is executed pursuant to the Pennsylvania Uniform Environmental Covenants Act, Act No. 68 of 2007, 27 Pa. C.S. §§ 6501 – 6517 (UECA). This Environmental Covenant subjects the Property identified in Paragraph 1 to the activity and/or use limitations in this document. As indicated later in this document, this Environmental Covenant has been approved by the U.S. Environmental Protection Agency (EPA).

1. <u>Property affected</u>. The property affected (Property) by this Environmental Covenant is located within the Borough of Muncy and Muncy Creek Township, Lycoming County.

The latitude and longitude of the center of the Property is 41.20361 W and -76.79217 W: The Property has been known by the following names: Andritz; Andritz Inc.; Andritz Sprout Bauer; Andritz Sprout Bauer Inc.; Andritz (USA) Inc.; and, Andritz Inc./Muncy Foundry.

The EPA Facility ID Number is PAD 003 031 903

The following are additional Facility ID numbers associated with the Pennsylvania Department of Environmental Protection (Department) Programs: PADEP Facility ID Numbers: 623879, 601771, 559044, 519458, 491651, 1709 and 1708.

A complete description of the Property is attached to this Environmental Covenant as Exhibit A. A map of the Property is attached to this Environmental Covenant as Exhibit B.

2. <u>Property Owner / GRANTOR and GRANTEE / HOLDER</u>. Andritz Inc. is the owner of the Property and the GRANTOR and GRANTEE/HOLDER of this Environmental Covenant.

The mailing address of the owner is: 35 Sherman Street, Muncy, PA 17756.

3. <u>Description of Contamination & Remedy</u>.

The Property has been used since 1866 for the manufacture of steel castings and sheet metal fabrication. Sprout, Waldron & Company operated on the Property from 1866 until 1975. Beazer East, Inc. operated on the Property from 1975 to 1990. Andritz Sprout-Bauer began operating on the Property in 1990 and currently operates under the name Andritz Inc. Historic operations at the Property employed a broad range of materials consisting primarily of: steel, lubrication oils, solvents, fuels (gasoline, oil and kerosene, and paints. Numerous environmental investigations and remedial actions have occurred over the Property's history. A complete list of reports that document the investigations and remedial actions taken can be found in EPA's Administrative Record.

Andritz Inc. completed cleanup actions for the following four (4) areas on the Property: 1) Building 70 area (Plant 1); 2) Former Drum Storage Area (Plant 1) all for total petroleum hydrocarbons (TPH) and volatile organic compound (VOC) contamination; 3) Building 200 area (Plant 2); 4) Building 89 area (Plant 1) for TPH, VOC, and semi volatile organic compounds (SVOC) contaminants. Where cleanup actions consisted of soil removal, all removal actions including post-excavation sampling to document effectiveness of remediation and all excavated contaminated soil was treated and disposed of off-site. All cleanup actions were completed with oversight, review, and approval of the Department. The areas with contamination left in place are identified in Exhibit B attached hereto.

The Department approved the Property-wide Act 2 Final Report on October 20, 1999, based on site-specific clean-up standards using pathway elimination under current and likely future exposure pathways. On July 25, 2016, EPA selected a Final Remedy for the Property in a Final Decision and Response to Comments (FDRTC). The administrative record pertaining to the FDRTC is located at the locations listed below:

US EPA Region III 1650 Arch Street Philadelphia, PA 19103

The administrative record is also available online at:

https://www.epa.gov/hwcorrectiveactionsites/documents-reports-and-photographs-andritz-incorporated-muncy-pennsylvania

- 4. <u>Activity and Use Limitations</u>. The Property is subject to the following activity and use limitations, which the then current owner of the Property, and its tenants, agents, employees and other persons under its control, shall abide by:
- (1) The contaminated areas at the Property, as identified in Exhibit B hereto as the Post-Remediation Contaminated Areas, shall not be used for residential purposes unless it is demonstrated to EPA that such use will not pose a threat to human health and EPA provides prior written approval of such use.

- (2) Soil sampling for but not limited to TPH, VOCs and SVOCs shall be conducted for any non-routine excavation (deeper than 8 feet) in contaminated areas (as shown in Exhibit B) or beneath current building slabs to assure that worker health and safety and proper soil management practices are developed as necessary. All records of health and safety plans and soil management decisions shall be retained at the facility and made available to EPA or PADEP upon request
- 5. <u>Notice of Limitations in Future Conveyances</u>. Each instrument hereafter conveying any interest in the Property subject to this Environmental Covenant shall contain a notice of the activity and use limitations set forth in this Environmental Covenant and shall provide the recorded location of this Environmental Covenant.
- 6. <u>Compliance Reporting</u>. By the end of every third January following EPA's approval of this Environmental Covenant, the then current owner of the Property shall submit to EPA, the Department and any Holder listed in Paragraph 2, written documentation stating whether or not the activity and use limitations in this Environmental Covenant are being abided by. In addition, within 21 days after a) written request by EPA or the Department, b) transfer of title of the Property or of any part of the Property affected by this Environmental Covenant, or c) noncompliance with paragraph 5 (Activity and Use Limitations).
- 7. Access by EPA and the Department. In addition to any rights already possessed by EPA and the Department, this Environmental Covenant grants to EPA and the Department a right of reasonable access of the Property in connection with implementation or enforcement of this Environmental Covenant.
- 8. Recording and Notification of Recording. Within 30 days after the date that EPA approves this Environmental Covenant, Andritz Inc. shall file this Environmental Covenant with the Recorder of Deeds for Lycoming County and send a file-stamped copy of this Environmental Covenant to EPA. For Lycoming County, Andritz Inc. shall also send a file-stamped copy to each of the following: Lycoming County, the Borough of Muncy and the Township of Muncy Creek; and the Department, Williamsport office.

9. Termination or Modification.

(a) This Environmental Covenant runs with the land unless terminated or modified in accordance with 27 Pa. C.S. §6509 or 6510, or in accordance with this paragraph. The then current owner of the Property shall provide EPA written notice of the pendency of any proceeding that could lead to a foreclosure, as referred to in 27 Pa. C.S. § 6509(a)(4), within seven calendar days of the owner's receiving notice of the pendency of such proceeding.

10. Notification to and Enforcement by the Department.

- (a) <u>Notification</u>. The then current owner shall provide the Department written notice of:
 - (1) the pendency of any proceeding that could lead to a foreclosure as referred to in 27 Pa. C.S. § 6509(a)(4), within seven calendar days of the owner's receiving notice of the pendency of such proceeding;
 - (2) any judicial action referred to in 27 Pa. C.S. § 6509(a)(5), within seven calendar days of the owner's receiving notice of such judicial action;
 - (3) any judicial action referred to in 27 Pa. C.S. § 6509(b), within seven calendar days of the owner's receiving notice of such judicial action; and
 - (4) termination or amendment of this Environmental Covenant pursuant to 27 Pa. C.S. § 6510, within seven calendar days of the owner's becoming aware of such termination or amendment.
- (b) <u>Enforcement</u>. A civil action for injunctive or other equitable relief for violating this Environmental Covenant may be maintained by the Department.
- 11. **EPA and the Department's Addresses**. Communications with EPA and the Department regarding this Environmental Covenant shall be sent to: R3_RCRAPOSTREM@epa.gov, Attention: Catheryn Blankenbiller.

PADEP, Northcentral Regional Office, 208 West Third Street, Suite 101, Williamsport, PA 17701, Attention: Cheryl Sinclair, Hazardous Sites Cleanup Manager, Northcentral Regional Office

12. **Severability**. The paragraphs of this Environmental Covenant shall be severable, and should any part hereof be declared invalid or unenforceable, the remainder shall continue in full force and effect between the parties.

ACKNOWLEDGMENTS:

GRANTOR/OWNER AND GRANTEE/HOLDER

Date: Afaic 3, 20 20	Andritz Inc, Grantor/Owner and Grantee/Holder By: William A. Reinsel Title: V.P. Operations				
	SS: Port , 2020 before me, the undersigned officer,				

In witness whereof, I hereunto set my hand and official seal.

Commonwealth of Pennsylvania

Notarial Seal KATHY A STAUFFER – Notary Public MUNCY BORO, LYCOMING COUNTY My Commission Expires Sep 10, 2021

APPROVED, by the United States Environmental Protection Agency
Date: John A. Armstead, Director Land, Chemicals and Redevelopment Division United States Environmental Protection Agency Region III
COMMONWEALTH OF PENNSYLVANIA)
COUNTY OF PHILADELPHIA) SS:
On this, the 23 day of 24, 2020, before me, the undersigned officer, personally appeared John A. Armstead, of the United States Environmental Protection Agency, known to me (or satisfactorily proven) to be the person described in the foregoing instrument, and acknowledged that she executed the same in the capacity therein stated and for the purposes therein contained.
In witness whereof, I hereunto set my hand and official seal.
Betting 2 Dunn Notary Public

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL
BETTINA L. DUNN, Notary Public
City of Philadelphia, Phila. County
My Commission Expires December 17, 2020

EXHIBIT A

Legal Description of Property Attached to the Environmental Covenant

PROPERTY DESCRIPTION – PLANT 1 Tax Parcels 38-001-137, 40-006-203, and 40-006-206

LOT 1:

ALL that certain piece, parcel and lot of land being partly situated in the Borough of Muncy, and partly in Muncy Creek Township, County of Lycoming and Commonwealth of Pennsylvania, being shown as Lot 1 on a survey prepared by Nathaniel H. Hollick, P.L.S. SU075415 of McTish, Kunkel and Associates, entitled "Lot Consolidation Plan for Andritz", project number 19427-01 dated September 08, 2015, being bounded and more particularly described as follows:

COMMENCING at the intersection of the centerlines of High Street and Sherman Street in the Borough of Muncy, thence the following two (2) courses and distances:

- 1. South 04° 21' 56" East, 170.75 feet to a point
- South 86° 53' 58" West, 30.96 feet to a #5 rebar on the western side of Sherman Street, where it is intersected by the southern line of land now or formerly of Catawissa Partners LLC and a northern line of the herein described property, said #5 rebar being THE POINT OF BEGINNING.

THENCE from said point of beginning, along the western right of way of Sherman Street, South 03° 21' 24" East, 177.30 feet to a mag nail set on the southern line of a private alley and a point along the northern line of land now of formerly of Chris E. Downey;

THENCE along the southern line of said private alley and along the northern lines of land now or formerly of Chris E. Downey, Robert F. Pierce Jr, Harry A. Brummer et al, and Joseph H. and Jeffery W. Byerly, South 85° 08' 44" West, 333.85 feet to a found #5 rebar, said rebar being the northwest corner of Joseph H. and Jeffery W. Byerly and the northeast corner of James A. and Kathryn L. Guild;

THENCE continuing along the southern line of the private alley and along the northern line of land now or formerly of James A. and Kathryn L. Guild, South 84° 21' 42" West, 100.25 feet to a found #5 rebar;

THENCE crossing said private alley, along the eastern line of land now or formerly of Robert S. and Alice A. Parker, the following two (2) courses and distances:

- 1. North 08° 20' 36" West, 43.76 feet to a set iron pin;
- South 85° 27' 51" West, 50.67 feet to a set iron pin along the eastern line of land now or formerly of William H. Groover IV and Kelly A Groover;

THENCE along the lines of land now or formerly of William H. Groover IV and Kelly A Groover the following three (3) courses and distances:

- 1. North 08° 16' 58" West, 89.21 feet to a set iron pin;
- 2. South 82° 49' 30" West, 50.36 feet to a set iron pin;
- 3. South 08° 11' 53" East, 71.05 feet to a found #8 rebar;

THENCE along the northern line of land now or formerly of Herbert H. and Martha L. Ritter the following two (2) courses and distances:

- 1. South 84° 14' 59" West, 79.05 feet to a found #5 rebar;
- 2. South 31° 34' 52" West, 68.07 feet to an iron pin set in the center of the aforementioned private alley;

THENCE along the centerline of the private alley, South 82° 59' 46" West, 348.76 feet to a mag nail set:

THENCE leaving said alley and passing through a railroad spike, along land now or formerly of Lori O. Burleigh, the following two (2) courses and distances:

- 1. North 09° 40' 30" West, 149.74 feet to an iron pipe;
- 2. South 73° 31' 51" West, 50.15 feet to a found #8 rebar;

THENCE along the northern line of land now or formerly of Steven P. Tawney, South 80° 47′ 40″ West, 99.52 feet to a found #5 rebar;

THENCE along the northern line of land now or formerly of Diane C. Thrash, South 73° 45′ 02″ West, 72.47 feet to a found iron pipe;

THENCE along the northern line of land now or formerly of Diane C. Thrash, South 73° 57' 26" West, 102.42 feet to a found #5 rebar;

THENCE along the northern line of land now or formerly of John M. and Joan C. Madden the following two (2) courses and distances:

- 1. South 75° 55' 46" West, 409.42 feet to a set iron pin;
- 2. South 77° 25' 46" West, 241.42 feet, passing through an iron pin set, to the centerline of Angletown Road;

THENCE along the centerline of Angletown Road, along the arc of a circle 326.27 feet in radius, curving to the left, an arc distance of 86.38 feet, having a chord length of 86.12 feet, and a chord bearing of North 29° 05' 57" East to a point;

THENCE leaving said road and passing through a found #5 rebar, along land now or formerly of Abram J. and Stephanie A. Hoffman, the following four (4) courses and distances:

- 1. North 89° 22' 38" East, 60.20 feet to a found #5 rebar;
- 2. North 40° 22' 27" East, 118.96 feet to a found #5 rebar;

- 3. North 88° 59' 03" East, 112.01 feet to a found #5 rebar;
- 4. North 55° 50' 23" East, 104.35 feet to a found #5 rebar;

THENCE along land now or formerly of Randy L. Fuller, the following three (3) courses and distances:

- 1. North 77° 23' 12" East, 146.85 feet to a set iron pin;
- 2. North 01° 21' 13" West, 178.24 feet to a found iron pipe;
- North 86° 05' 17" West, 366.60 feet through a found #5 rebar to the centerline of the aforementioned Angletown Road;

THENCE along the centerline of Angletown Road, the following two (2) courses and distances:

- Along the arc of a circle 1173.79 feet in radius, curving to the left, an arc distance of 122.84 feet, having a chord length of 122.79 feet, and a chord bearing of North 09° 17' 24" East to a point;
- 2. North 05° 13' 33" East, 253.96 feet to a point;

THENCE leaving said road and passing through a found #5 rebar, along the southern line of land now or formerly of Richard W. and Janet E. Langer, North 88° 47' 17" East, 597.73 feet to a found #5 rebar on the western line of land now or formerly of Lundy Industrial Reality LP.;

THENCE along the western line of land now or formerly of Lundy Industrial Reality LP., the following four (4) courses and distances:

- 1. South 09° 35' 16" East, 183.19 feet to a set iron pin;
- 2. South 88° 03' 48" East, 188.06 feet, to a point;
- Along the arc of a circle 1663.29 feet in radius, curving to the left, an arc distance of 218.71 feet, having a chord length of 218.55 feet, and a chord bearing of North 87° 50' 38" East, to a found #5 rebar;
- 4. North 80° 17' 00" East, 165.15 feet to a found #5 rebar;

THENCE along land now or formerly of Catawissa Partners LLC, the following six (6) courses and distances:

- 1. South 06° 30' 02" East, 89.58 feet to a found #5 rebar;
- 2. South 83° 42' 26" West, 9.62 feet to a found #5 rebar;
- 3. South 06° 39' 59" East, 225.76 feet to a found #5 rebar;
- 4. North 83° 11' 41" East, 43.02 feet to a found #5 rebar;

- 5. South 06° 47' 17" East, 90.17 feet to a found #5 rebar;
- 6. North 83° 29' 17" East, 496.32 feet to a found #5 rebar, the POINT OF BEGINNING.

CONTAINING 18.176 acres of land, more or less.

BEING the same premises as Parcels 1, 2, 5, 6, 8, 9, and 15, Lot 2 granted and conveyed unto SWM Corporation by Deed of Koppers Company Inc. and SWM Corporation dated August 5, 1986 and recorded August 12, 1986 in the office of the Recorder of Deeds for Lycoming County in Deed Book 1158, Page 44. And all of the premises granted and conveyed unto Andritz Inc. by SEDA-COG Joint Rail Authority by quit claim deed dated November 13, 2013 and recorded in the office of the Recorder of Deeds for Lycoming County in Deed Book 8184 Page 333.

PROPERTY DESCRIPTION – PLANT 2 Tax Parcel 37-003-146

ALL that certain piece, parcel or lot of land being situate in the Borough of Muncy, County of Lycoming, Commonwealth of Pennsylvania being shown on a survey prepared by Barrett P. Allison, P.L.S. SU075387 of McTish, Kunkel and Associates, Project No. 19427-00 dated November 21, 2016, being bounded and described as follows:

BEGINNING at an iron pin found at the intersection of the eastern right-of-way line of Railroad Street and the southern right-of-way line of West Penn Street.

THENCE along the southern right of way line of West Penn Street, North 79°02'52" East 142.37 feet to a T-post found.

THENCE along the western right of way line of an unopened 14' wide alley, South 10°46'52" East 202.29 feet to an iron pin found.

THENCE along the southern right of way line of a 16' wide alley, North 78°11'00" East 425.63 feet to a T-post found.

THENCE along the western right of way line of Smith Street and an unopened alley, South 09°44'57" East 212.06 feet to an iron pin found.

THENCE along the western terminus of the right of way of Schuyler Avenue, South 07°26'15" East 59.79 feet to an iron pin found.

THENCE along the western line of lands now or formerly of Painter Properties South 10°29'56" East 463.69 feet to an iron pin set.

THENCE along the northern line of lands now or formerly of James L. and Connie L. Nuss, South 75°45'50" West 62.00 feet to an iron pin set.

THENCE along the western line of lands now or formerly of said Nuss, South 14°14'10" East 166.00 feet to a concrete monument found.

THENCE along the northern right-of-way line of an unopened 20' alley South 75°31'50" West 449.64 feet to a concrete monument found.

THENCE along the eastern right-of-way line of Railroad Street, North 13°42'43" West 1,129.42 feet to an iron pin found, the **POINT OF BEGINNING**.

CONTAINING 11.472 acres of land, more or less.

BEING the same premises as Parcel 16 granted and conveyed unto SWM Corporation by Deed of Koppers Company Inc. and SWM Corporation dated August 5, 1986 and recorded August 12, 1986 in the office of the Recorder of Deeds for Lycoming County in Deed Book 1158, Page 44.

PROPERTY DESCRIPTION – PLANT 2 PARKING LOT Tax Parcel No. 40-004-200

ALL THAT CERTAIN tract or parcel of land, situate in the Borough of Muncy and Muncy Creek Township, Lycoming County, Pennsylvania, bounded and described in accordance with Survey prepared by John A. Bubb, #1-4668, Professional Engineer, dated April 20, 1983, revised August 8, 1984, and more fully described as follows:

BEGINNING at a railroad spike in the easterly line of the Catawissa Branch – formerly Reading Company now Consolidated Rail Corporation (ConRail) said spike being 98 feet east of Engineering Station 9869-68, more or less, on the original centerline measured at right angles to original centerline; thence, along land of said Conrail North 00 degrees 15 minutes East 214.50 feet to a railroad spike; thence, along the southerly right-of-way line of Township Route 568 the following two (2) courses and distances:

- 1. North 78 degrees East 358.40 feet to a railroad spike;
- 2. North 35 degrees 30 minutes East 130 feet to an iron pin;

thence, along the westerly line of land n/f of Hammond Derr South 21 degrees 28 minutes West 186.90 feet to a railroad spike; thence, along the northerly line of a 14 foot Alley South 85 degrees West 80 feet to an iron pin; thence, along the westerly line of land n/f of S. F. Walters South 02 degrees 45 minutes East 189 feet to an iron pin in the northerly line of West Penn Street; thence along the northerly line of said West Penn Street South 85 degrees West 289 feet to the place of BEGINNING.

CONTAINING: 1.6816 acres, more or less.

BEING the same premises as Parcel 17 granted and conveyed unto SWM Corporation by Deed of Koppers Company Inc. and SWM Corporation dated August 5, 1986 and recorded August 12, 1986 in the office of the Recorder of Deeds for Lycoming County in Deed Book 1158, Page 44

EXHIBIT B

Four (4) Maps of Property Attached to the Environmental Covenant

		APPENDING SPIRES	CONTRACTOR	54092				
	-		COOL	RDINATE TABLE	(WGS 1984)			
LABEL	LATITUDE	LONGITUDE	LABEL	LATITUDE	LONGITUDE	LABEL	LATITUDE	LONGITUDE
1	41.2046564	-76.7958163	16	41.2027059	-76.7909441	31	41.2023666	-76.796554
2	41.2046730	-76.7936443	17	41.2028249	-76.7909655	32	41.2024653	-76.796467
3	41.2041763	-76.7935407	18	41.2028155	-76.7911492	33	41.2025718	-76.796398
4	41.2041532	-76.7928579	19	41.2030581	-76.7911923	34	41.2025718	-76.796180
5	41.2041513	-76.7924606	20	41.2030424	-76.7913741	35	41.2028182	-76.795896
6	41.2041691	-76.7920640	21	41.2028491	-76.7913402	36	41.2028203	-76.795489
7	41.2042407	-76.7914713	22	41.2028297	-76.7916263	37	41.2029785	-76.795173
8	41.2039961	-76.7914380	23	41.2026717	-76.7917581	38	41.2030621	-76.7946512
9	41.2039935	-76.7914728	24	41.2025654	-76.7930177	39	41.2035513	-76.794659
10	41.2033773	-76.7913866	25	41.2029713	-76.7931032	40	41.2036310	-76.795987
11	41.2033900	-76.7912312	26	41.2029337	-76.7932786	41	41.2037962	-76.7959433
12	41.2031439	-76.7911961	27	41.2028930	-76.7936362	42	41.2039630	-76.7959106
13	41.2032834	-76.7894019	28	41.2028395	-76.7938898	1	41.2046564	-76.7958163
14	41.2027973	-76.7893713	29	41.2027648	-76.7942486			
15	41.2027299	-76.7905812	30	41.2025036	-76.7956957			

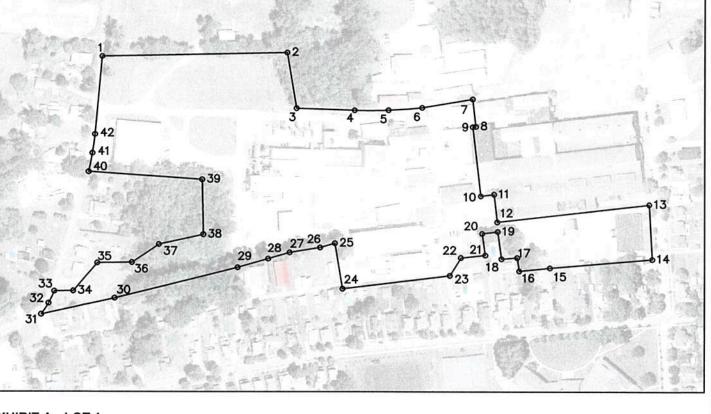
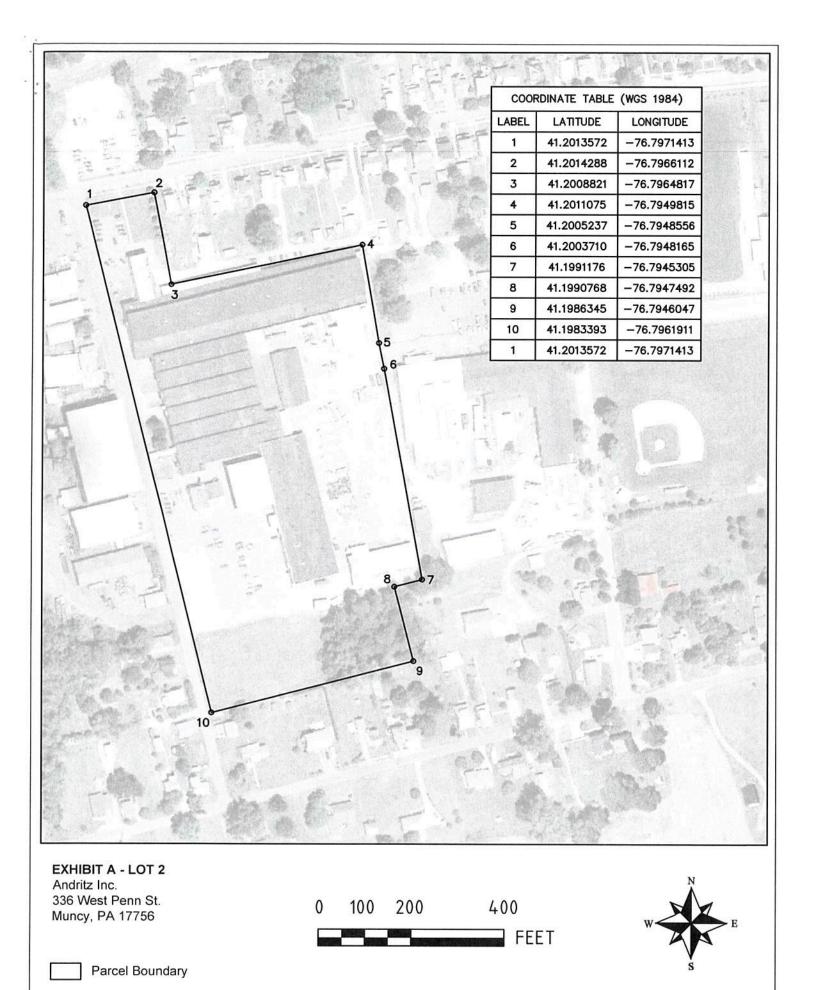


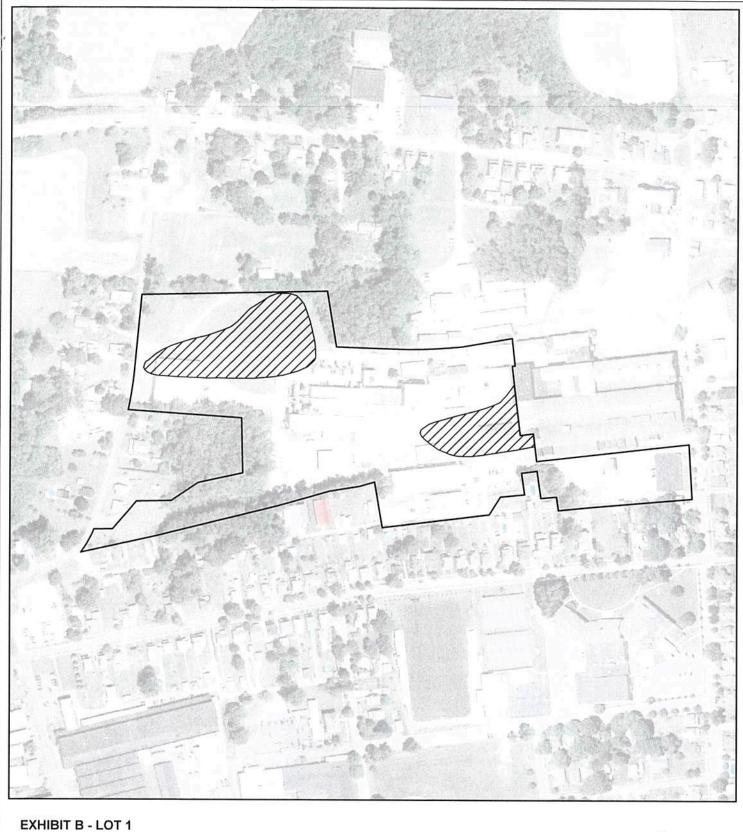
EXHIBIT A - LOT 1 Andritz Inc. 35 Sherman St. Muncy, PA 17756

0 150 300 600 FEET



Parcel Boundary





Andritz Inc.

35 Sherman St. Muncy, PA 17756

600 300 FEET



Parcel Boundary

Post Remediation Contaminated Areas

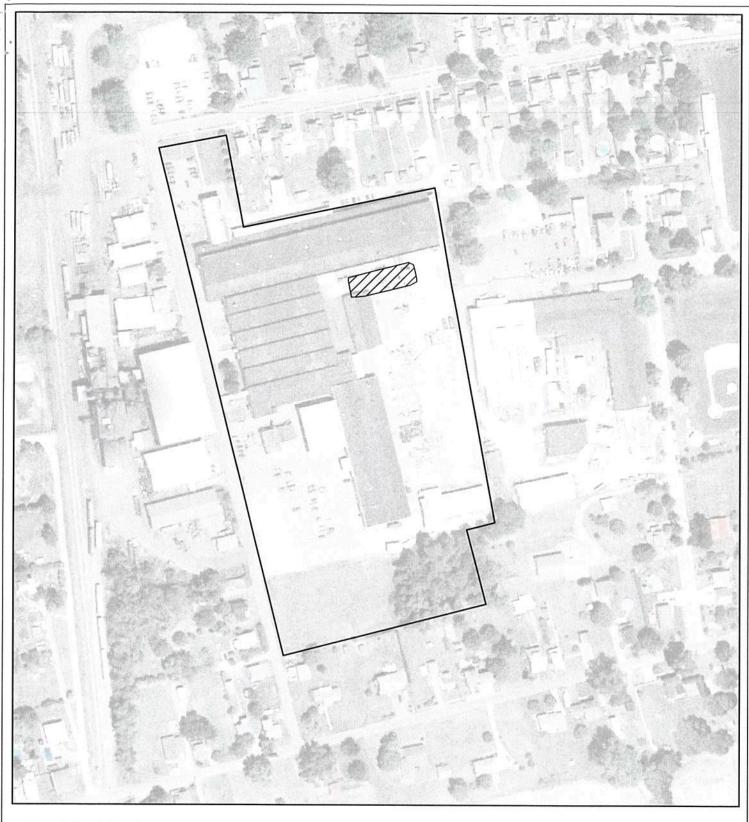
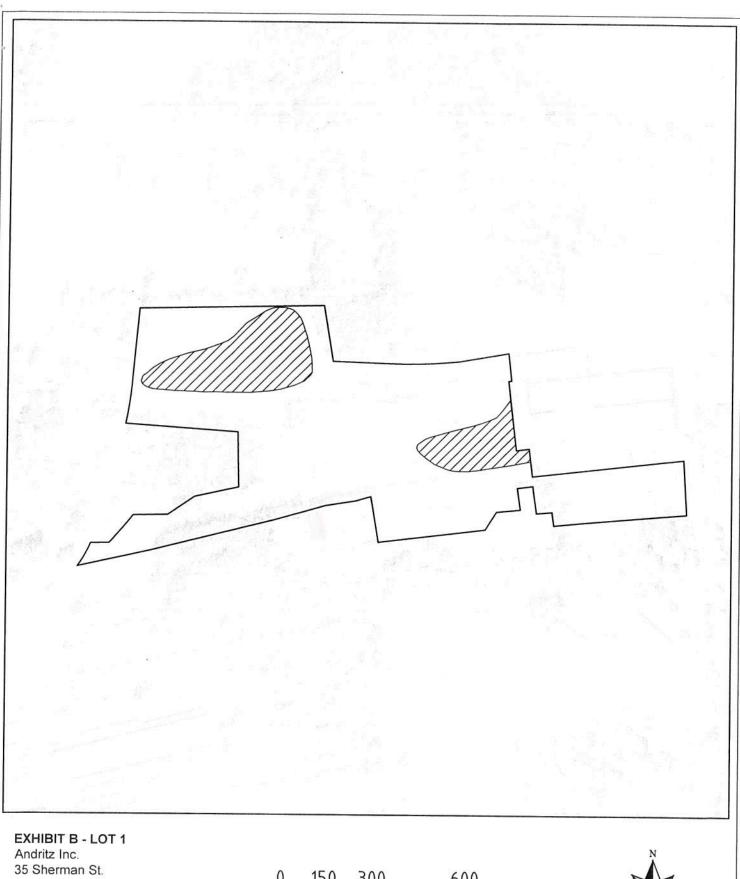


EXHIBIT B - LOT 2 Andritz Inc. 336 West Penn St. Muncy, PA 17756

400 200 FEET

Parcel Boundary

Post Remediation Contaminated Areas



Muncy, PA 17756

600



Parcel Boundary

Post Remediation Contaminated Areas