

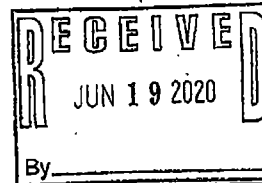


Richard E. Dunn, Director

EPD Director's Office
2 Martin Luther King, Jr. Drive
Suite 1456, East Tower
Atlanta, Georgia 30334
404-656-4713

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

APR 30 2020



C&D Technologies, Inc.
c/o Mara Williams, General Counsel
1400 Union Meeting Road
Blue Bell, Pennsylvania 19422

D: DEED B: 6726 P: 148 COVE
07/08/2020 09:28:31 AM Total Pages: 11
Recording Fee: \$ 25.00

James F. Cabe, Clerk of Court, Rockdale County



Re: Executed Uniform Environmental Covenant
C&D Technologies, Inc. HSI 10734
1835 Rockdale Industrial Boulevard
Tax Parcel #0220010023

Dear Ms. Williams:

The Georgia Environmental Protection Division (EPD) has approved the Uniform Environmental Covenant submitted for the above-referenced property. The fully executed original is enclosed. Within thirty (30) days of receipt, this covenant is to be filed with the clerk of the Superior Court of Rockdale County and recorded in the clerk's deed records pursuant to O.C.G.A. 44-16-8.

Within thirty (30) days of recording, please submit a file-stamped copy of the covenant to EPD. The submittal should include a certification that a file-stamped copy has been sent to each of the parties identified in O.C.G.A. 44-16-7. If you have any questions, please contact Susan Kibler at (404) 657-7126.

Sincerely,

Richard E. Dunn
Director

Encl: Fully executed Uniform Environmental Covenant - Parcel #0220010023

File: HSI 10734, File ID 251-0012 (VRP)

FILED IN OFFICE
CLERK SUPERIOR CT
ROCKDALE CO. GA.
2020 JUL -8 AM 9:15
James F. Cabe
CLERK

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After Recording Return to:
C&D Technologies, Inc.
Mara Williams, General Counsel
1400 Union Meeting Road
Blue Bell, PA 19422

NOTE TO CLERK:
Warranty Deed at Deed Book 305, Page 659
Rockdale County, GA records
APN Tax Parcel: #0220010023

Environmental Covenant

This instrument is an Environmental Covenant executed pursuant to the Georgia Uniform Environmental Covenants Act, O.C.G.A. § 44-16-1 *et seq.*, as may be amended from time to time (hereinafter "Act"). This Environmental Covenant is entered into by the entities executing this Environmental Covenant and subjects the property identified below to the activity and/or use limitations and other requirements. This Environmental Covenant further grants such other rights in favor of EPD and C&D Technologies, Inc. as set forth herein.

Fee Simple Owner(s)/Grantor(s): C&D Technologies, Inc.
1400 Union Meeting Road
Blue Bell, PA 19422

Grantee/Holder with the power to enforce: C&D Technologies, Inc.
1400 Union Meeting Road
Blue Bell, PA 19422

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**Grantee/Entity with
express power to enforce:**

State of Georgia
Department of Natural Resources
Environmental Protection Division
2 Martin Luther King Jr. Drive, SE
Suite 1456 East Tower
Atlanta, GA 30334

Property Subject

The property subject to this Environmental Covenant is a tract of approximately 8.27 acres of real property located at 1835 Rockdale Industrial Boulevard, Conyers, Rockdale County, Georgia, which is further identified by the tax parcel ID number(s) below (hereinafter "Property"). The Property was conveyed on January 27, 1986 to C&D Technologies, Inc.; such conveyance is recorded in Deed Book 305, Page 659, of the Rockdale County deed records. The Property is located in Land Lot 244 of the 16th District of Rockdale County, Georgia.

The tax parcel of the Property is tax parcel ID number 0220010023 of Rockdale County, Georgia.

A legal description of the Property is attached as Exhibit A and a map of the Property is attached as Exhibit B.

Environmental Covenant Runs with the Land and is Perpetual

Pursuant to the Act, this Environmental Covenant shall run with the land and shall be perpetual unless terminated or amended pursuant to terms herein or in accordance with provisions of the Act. This Environmental Covenant shall be binding upon C&D Technologies, Inc. and all successors, assigns and transferees of any interest in the Property or any portion thereof.

Administrative Records

This Environmental Covenant imposes activity and/or use limitations and other requirements on the Property that arise under corrective action performed and/or being performed at the C&D Technologies, Inc. facility/site. Records pertaining to this corrective action are available at the following EPD location(s):

Georgia Environmental Protection Division
Response and Remediation Program
2 Martin Luther King (MLK) Jr. Drive, SE, Suite 1054 East Tower
Atlanta, GA 30334
Monday-Friday 8:00 AM to 4:30 PM, excluding state holidays

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Notice: This Property has been listed on the State's Hazardous Site Inventory at HSI #10734 and has been designated as needing corrective action due to the presence of hazardous wastes, hazardous constituents, or hazardous substances regulated under state law. Contact the Property owner or the Georgia Environmental Protection Division for further information concerning this Property. This notice is provided in compliance with the Georgia Hazardous Site Response Act.

Activity and Use Limitations. The Property is subject to the following activity and/or use limitations:

A. Real Property.

The Property shall be used only as non-residential property as defined in Rule 391-3-19-.02(2). Use of the Property as residential property, as defined in Rule 391-3-19-.02(2), is prohibited.

B. Groundwater.

The use or extraction of groundwater beneath the Property for drinking water or any other non-remedial purpose is prohibited.

C. Vapor Intrusion Exposure Pathway Evaluation and Mitigation.

Vapor-forming regulated substances, including, trichloroethene and tetrachloroethene, are present in the subsurface of the Property. Prior to any building construction, the vapor intrusion exposure pathway must be evaluated. A report of the vapor intrusion exposure pathway evaluation will be submitted to EPD for review and comment at least thirty (30) days prior to applying for a building permit. The report will be prepared by a Georgia registered professional engineer or a Georgia registered professional geologist who has experience in responsible charge of the investigation and remediation of releases of regulated substances. If warranted, a vapor intrusion mitigation system (e.g., vapor barrier, sub-slab depressurization system, etc.) will be designed and installed in the proposed building. Any EPD comments regarding the vapor intrusion exposure pathway evaluation or the design and implementation of a vapor intrusion mitigation system will be addressed to EPD's satisfaction.

Other Requirements. The Property is subject to the following additional requirements.

- A. Notice of Limitations and Requirements in Future Conveyances. Each instrument hereafter conveying any interest in the Property or any portion thereof that may affect the activity and use limitations described herein shall include a statement that the Property is subject to this Environmental Covenant (and any amendments thereto), the location (County, Deed Book and Page) in the deed records where

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this Environmental Covenant (and any amendments thereto) is recorded and a copy of this Environmental Covenant (and any amendments thereto).

- B. Notice to EPD of Future Conveyances. Within thirty (30) days after each conveyance of a fee simple interest in the Property or any portion thereof, a notice shall be sent to EPD and C&D Technologies, Inc. The notice shall include the new owner's name, address, telephone number and other pertinent contact information, the date of the conveyance and the location (County, Deed Book and Page) where the conveyance is recorded, and, if the conveyance is a portion of the Property, a survey map showing the boundaries of the real property conveyed.
- C. Notice of Change of Use. If such activity will materially affect any required monitoring or maintenance of any institutional or engineering controls described herein, the owner of the Property must provide to EPD thirty (30) days' advance written notice of the owner's intent to change the use of the Property, to apply for a building permit for construction at the Property, or to perform any site work.
- D. Notification of non-compliance. The owner of the Property must submit written notice to EPD within ten (10) days of discovery of noncompliance with activity and/or use limitations and/or other requirements herein, including the steps taken or to be taken to correct.

Environmental Covenant Does Not Authorize Use Otherwise Prohibited

Pursuant to the Act, this Environmental Covenant shall not be construed to authorize a use of the Property that is otherwise prohibited by zoning, ordinance, local law or general law or by a recorded instrument that has priority over this Environmental Covenant.

Rights of Access and Enforcement

Authorized representatives of EPD and C&D Technologies, Inc. shall have the right to enter the Property at reasonable times in connection with implementation, compliance, or enforcement of this Environmental Covenant, including but not limited to the right to conduct inspections, examine related records, or to take samples.

This Environmental Covenant shall be enforceable by EPD, C&D Technologies, Inc. and other parties as provided in the Act. Such rights of access and enforcement herein shall not limit EPD's authority under other applicable law.

No Interest in Real Property in EPD

EPD's rights under this Environmental Covenant and the Act shall not be considered an interest in real property.

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Recording of Environmental Covenant and Service on Other Persons

Within thirty (30) days after execution of this Environmental Covenant by the Director of EPD, C&D Technologies, Inc. shall record the Environmental Covenant in every county in which any portion of the Property is located in accordance with the law governing the recording and priority of interests in real property. Upon recording of the Environmental Covenant, C&D Technologies, Inc. shall provide in a manner deemed acceptable by EPD a copy of the executed, recorded Environmental Covenant to each of the persons or entities identified in O.C.G.A. § 44-16-7.

Representations and Warranties by Grantor(s). C&D Technologies, Inc. represents and warrants that all of the following are true and correct:

- A. C&D Technologies, Inc. holds fee simple title to the Property.
- B. C&D Technologies, Inc. has the authority to enter into this Environmental Covenant, has the authority to grant any rights granted by it within, has the ability to carry out the obligations described within and, based upon information and belief after reasonable inquiry, does not know of any anticipated material change in the practices, ownership, or authority of C&D Technologies, Inc. that will alter this representation and warranty.
- C. The execution and delivery of this Environmental Covenant and carrying out the obligations described within will not conflict with any of the provisions of the organizational documents, operating agreement of C&D Technologies, Inc. nor will it violate, contravene and/or constitute a breach or default under any agreement, contract, order or instrument to which C&D Technologies, Inc. is a party or by which C&D Technologies, Inc. may be bound.
- D. There are no persons with existing interests other than fee simple in the Property.
- E. This Environmental Covenant does not authorize a use of the Property that is otherwise prohibited by zoning, ordinance, local law or general law or by a recorded instrument that has priority over this Environmental Covenant.
- F. At least thirty (30) days prior to presenting this Environmental Covenant to EPD for execution, C&D Technologies, Inc. served a copy of the proposed final text of this Environmental Covenant on all persons or entities required to be noticed in accordance with O.C.G.A. § 44-16-7.

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Submission of Required Documents and Communications

Documents and communications required by this Environmental Covenant shall be submitted to:

Georgia Environmental Protection Division
Branch Chief
Land Protection Branch
2 Martin Luther King Jr. Drive SE
Suite 1054 East Tower
Atlanta, GA 30334

With a copy to:

C&D Technologies, Inc.
1400 Union Meeting Road
Blue Bell, PA 19422
Attention: Mara Williams, General Counsel

EPD's Environmental Covenants Registry

This Environmental Covenant and any amendment thereto or termination thereof may be included in EPD's registry for environmental covenants.

Severability

Should any provision of this Environmental Covenant be found by a court of competent jurisdiction to be invalid and/or unenforceable in any respect, the remaining provisions shall continue in full force and effect.

Effective Date

This Environmental Covenant shall be effective on the date the fully executed Environmental Covenant is recorded in accordance with O.C.G.A. § 44-16-8(a).

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GRANTOR AND GRANTEE:

Signed, sealed and delivered in the presence of:

[Signature]
Unofficial Witness

[Signature]
Unofficial Witness

[Signature]
Notary Public
My Commission Expires:
January 27, 2023
(Notarial Seal)

C&D Technologies, Inc., a Delaware corporation

By: [Signature] (seal)
Name: Donna Costello
Title: Chief Financial Officer

Attest: [Signature] (seal)
Name: Mara Williams
Title: VP, General Counsel and Corporate Secretary
(corporate seal)

Commonwealth of Pennsylvania - Notary Seal
Jennifer Fiss, Notary Public
Montgomery County
My commission expires January 27, 2023
Commission number 1287615
Member, Pennsylvania Association of Notaries



Unofficial Witness Address:

Nat Flandreau, 1400 Union Meeting Rd., Blue Bell, PA 19422
Josh Bobrin, 1400 Union Meeting Rd., Blue Bell, PA 19422

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Signed, sealed and delivered in the presence of:

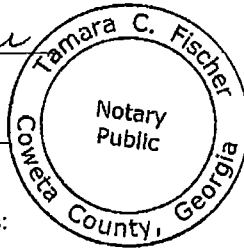
Shaci P. Douglas
Unofficial Witness

State of Georgia Department of Natural Resources
Environmental Protection Division

By: [Signature] (seal)
Name: Richard E. Dunn
Title: Director

4/30/20

Unofficial Witness
Tamara C. Fischer
Notary Public
My Commission Expires:
7-27-2022
(Notarial Seal)



exp. 7-27-2022

Unofficial Witness Address:
F.P.D.
2 MLK Jr Dr SE
Atlanta GA 30334

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Exhibit A

Legal Description of Property

All that tract or parcel of land lying and being in Land Lot 244 of the 16th District of Rockdale County, Georgia and being more particularly described as follows:

BEGINNING at an iron pin located on the northeasterly side of the 60-foot right-of-way of Rockdale Industrial Boulevard, 1,965.0 feet southeasterly, as measured along the northeasterly side of the right-of-way of Rockdale Industrial Boulevard, from the point of intersection of the northeasterly side of the right-of-way of Rockdale Industrial Boulevard with the centerline of Farmer Road; thence north 03 degrees 32 minutes 13 seconds east 593.30 feet to an iron pin found; thence south 86 degrees 34 minutes 04 seconds east 307.8 feet to an iron pin; thence south 89 degrees 27 minutes 47 seconds east 176.20 feet to an iron pin found; thence south 02 degrees 14 minutes 47 seconds east 812.69 feet to an iron pin found on the northeasterly side of the right-of-way of Rockdale Industrial Boulevard; thence northwesterly along the northeasterly side of the right-of-way of Rockdale Industrial Boulevard the following consecutive courses and distances: north 65 degrees 31 minutes west 310.29 feet to a point; north 66 degrees 23 minutes 17 seconds west 96.20 feet to a point; north 67 degrees 15 minutes 17 seconds west 96.90 feet to a point; and north 68 degrees 57 minutes 06 seconds west 98.48 feet to the iron pin located at the POINT OF BEGINNING; being a tract of land containing 8.27 acres with improvements located thereon as shown on plat of survey for C & D Power Systems, Inc. dated October 7, 1985 and revised December 3, 1985 and January 21, 1986, prepared by Robert M. Buhler, Registered Land Surveyor No. 1403, which is incorporated herein by reference and made a part hereof for a more particular and complete description.

Said property further being the same as tax parcel 0220010023.

For informational purposes, the Property has an address of 1835 Rockdale Industrial Boulevard, Conyers, Rockdale County, GA 30012, according to the present system of numbering in Rockdale County, Georgia.

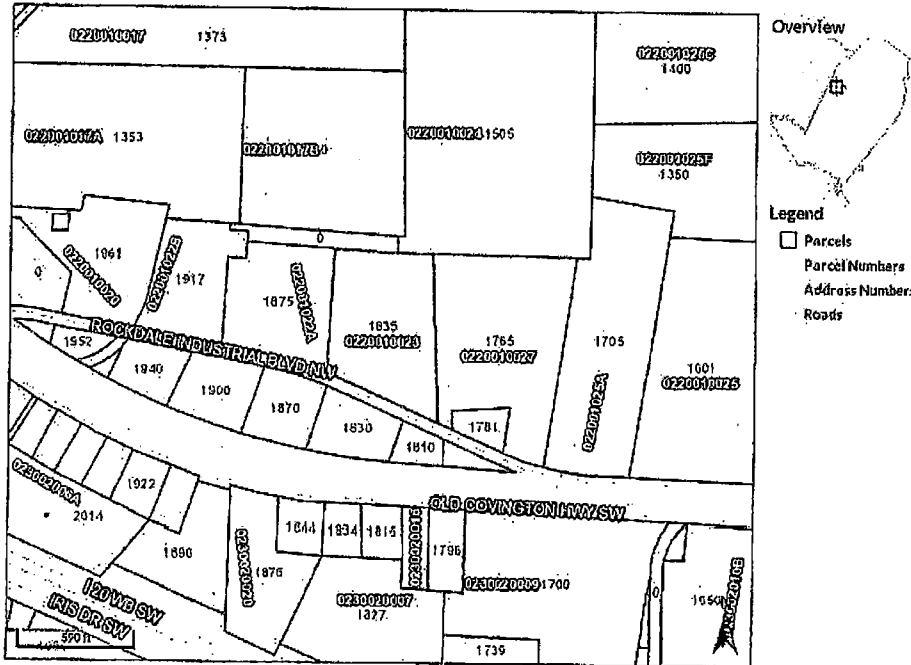
For informational purposes only, the prior survey of the Property referenced herein indicated that the Property contained approximately 8.27 acres more or less.

Being the same property as previously conveyed by Limited Warranty Deed dated January 27, 1986, and recorded in Deed Book 305, Page 659, Rockdale County, Georgia records.

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Exhibit B

 **qPublic.net™** Rockdale County, GA



Parcel ID:	0220010023	Owner:	C & D POWER SYSTEMS INC	Last 2 Sales			
Class Code:	Industrial		ATTN TAX DEPT	Date	Price	Reason	Qunt
Taxing District:	COUNTY		1400 UNION MEETING RD	1/27/1986	0	.01	Q
	COUNTY		BLUE BELL PA 19422	1/1/1965	0	.01	Q
Acres:	8.27	Physical Address:	1835 NW ROCKDALE INDUSTRIAL BLVD				
		Assessed Value:	Value \$265120				

(Note: Not to be used on legal documents)

Data created: 12/18/2018
 Last Data Uploaded: 12/18/2018 6:45:53 AM
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