

OFFICE OF GENERAL COUNSEL

New York State Department of Environmental Conservation
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Certified Mail, Return Receipt Requested

February 11, 2016

Mr. Edward J. Canning
Global Environmental Health and Safety (EHS) Manager
Saint-Gobain Performance Plastics Corporation
14 McCaffrey Street
Hoosick Falls, New York 12090

Mr. D. Evan Van Hook
Corporate Vice President
HSEPS
Honeywell International, Inc.
115 Tabor Road
Morris Plains, NJ 07950

Re: Demand related to Hoosick Falls Perfluorooctanoic Acid (PFOA) contamination

Involves various properties including the Saint-Gobain McCaffrey Street Site, No. 442046; the Oak Materials Potential Site (P-Site) on River Road, No. 442008; and several other areas of potential PFOA contamination associated with historic operations of various companies, including Former Dodge Industries (See Exhibit A for a map of these areas)

Dear Mr. Canning and Mr. Van Hook:

The New York State Department of Environmental Conservation (the "Department") has documented a release of "hazardous substances" as defined in the New York State Environmental Conservation Law (the "ECL") at or near various properties in Hoosick Falls, New York, including the above-identified Class 2 McCaffrey Street Site on the Registry of Inactive Hazardous Waste Disposal Sites (the "Registry"), the above-identified Oak Materials P-Site, and the potential presence of PFOA and other contamination at or from various former industrial facilities in the Village of Hoosick Falls and the Town of Hoosick, New York, which are depicted on a map of the areas attached as Exhibit A (hereafter referred to as "the Properties").

Both Saint-Gobain Performance Plastics Corporation (Saint-Gobain) and Honeywell International, Inc. (Honeywell), or their predecessors, have been identified as the owner, past owner, possible arranger, generator, transporter, supplier, operator, past operator, and/or successor thereto with respect to various industrial facilities at the Properties. As such, the Department has determined that you are a party potentially responsible for PFOA contamination at one or more of the Properties. One or more of the Properties appear to be the source of PFOA contamination in the Village of Hoosick



Department of
Environmental
Conservation

Falls public water supply and the source of contamination at various private drinking water supplies in the Town of Hoosick. Your responsibility for this contamination is described in more detail below.

The identification of Saint-Gobain and Honeywell as "potentially responsible parties" for the PFOA contamination at and from the Properties does not preclude the identification of other parties who are potentially responsible, including additional successors and assigns to Former Dodge Industries, its divisions, or other industrial facilities that used PFOA in the Village of Hoosick Falls and the Town of Hoosick.

This letter serves as a demand that Saint-Gobain and Honeywell enter into an enforceable Consent Order to characterize and investigate the extent of the contamination, provide for interim remedial measures to protect public health and drinking water supplies, analyze the alternatives for providing clean and safe drinking water, and ultimately design and implement a comprehensive clean-up and remediation of contamination at and from the Properties.

Saint-Gobain

Saint-Gobain is the current owner and past owner/operator of the McCaffrey Street Site, where levels of PFOA as high as 18,000 parts per trillion (ppt) have been discovered in on-site groundwater. Saint-Gobain also is the owner/operator of the Liberty Street property depicted in Exhibit A. Operations at these properties may have resulted in releases of PFOA into the surrounding environment, as samples in the Village Water Supply, which is proximate to and downgradient of the McCaffrey Street Site, show elevated levels of PFOA.

This letter additionally serves as a demand for any and all information and documents in the possession of Saint-Gobain regarding the McCaffrey Street Site, the Liberty Street property, any other of the Properties depicted on Exhibit A and off-site contamination proximate to the Properties. The scope of the demand for information is set out in further detail in Exhibit B. Furthermore, the Department demands that Saint-Gobain send to the Department any and all information it has provided or will provide to any local, state or federal agency, including the Environmental Protection Agency in response to the agency's Section 104(e) of CERCLA demand sent on December 17, 2015. To the extent that Saint-Gobain's response to the December 17th letter is duplicative of information requested in Exhibit B, Saint-Gobain may reference the information already provided.

Honeywell

Honeywell's predecessor, Allied Signal Corp., previously operated industrial facilities at the Oak Materials P-site which is suspected to have used PFOA in their manufacturing process. Private water well samples taken near this site exhibit concentrations of PFOA up to 412 ppt. Additionally, indications are that Honeywell's predecessors may be affiliated with other industrial facilities identified in Exhibit A, including the Mechanic Street Properties.

This letter additionally serves as a demand for any and all information and documents in the possession of Honeywell regarding the Oak Materials P-site, the Mechanic Street properties, and any other of the Properties depicted on Exhibit A. The scope of the demand for information is set out in further detail in Exhibit B.

The Department and the New York State Department of Health have already spent public funds to investigate and respond to the contamination at and from the properties pursuant to ECL Article 27, Titles 13 and 71, and the New York State Finance Law §97-b (the "SFL"). Specifically, while Saint-Gobain has provided bottled water to residents and has paid for treatment systems on the village water supply, the Department and the Department of Health have already paid for the testing of multiple

private water supplies and will be paying for the installation of point of entry treatment (POET) systems on those private water supply wells.

Be advised that responsible parties are liable for the reimbursement of funds expended by the State of New York (the "State") in taking response actions at sites where hazardous substances and/or wastes have been released, including investigative, planning, removal and remedial work.

Accordingly, in furtherance of ECL and the SFL, the Department hereby demands that you implement and finance an investigation and remedial program including the ultimate remedy selected at the Properties. The agreement to undertake and finance a remedial program for the Properties must be memorialized in an administrative consent order (a "Consent Order"). The Consent Order will also provide for the reimbursement of costs the state has already incurred in responding to the contamination to Hoosick Falls' drinking water supply, and for future costs related to remediating both public and private water supplies.

Please contact me as soon as possible to discuss entering into a Consent Order or Orders that would cover the characterization, interim remedial measures to protect public health, investigation, and necessary remediation of contamination at and from the Properties.

In the event you are unwilling to enter into a Consent Order, please be further advised the Department shall use best efforts to begin a remedial program to perform the investigation and remediation of contamination at and from the Properties. If a Consent Order is not agreed to, the State may use funds from the Hazardous Waste Remedial Fund established pursuant to the SFL, and in accordance with the ECL and the rules and regulations promulgated pursuant thereto, to undertake the investigation and/or remediation of such contamination. Alternatively, in the event you are unwilling to enter into a Consent Order, in accordance with the ECL, and other applicable provisions of state and/or federal law, the State can bring administrative enforcement or civil litigation to compel injunctive relief and reimbursement of the State's response costs. The State's costs incurred relative to such contamination, as well as any past costs and interest, will be recoverable by the State from the responsible parties as provided by the ECL, the SFL, and any other applicable provision of state and/or federal law.

Be further advised that ECL Article 27 §1309(3), 27-1309(4) and 27-1313(8) authorize DEC or its authorized agents to enter upon any site, areas near such site, or areas on which it has reason to believe that contaminants were disposed or discharged for purposes of inspection, to conduct sampling and testing, implementation of a remedial program, long-term site management and temporary occupancy. This letter notifies you of DEC's intent to exercise its right, and the right of its authorized agents, to access the above-referenced properties, and any areas near such properties, or areas, pursuant to the cited statutory authority. This is not a notice that DEC intends to acquire any of the Properties nor is it an offer to acquire it.

The Department must be provided all of the information in the companies' possession regarding the use, transport and disposal of PFOA from the Properties in order to protect the public health and the environment and provide the people of Hoosick Falls and Hoosick the information they deserve. Furthermore, the Department needs enforceable commitments from the companies as soon as possible, in order to ensure a comprehensive and timely clean up the contamination that protects the public health of Hoosick Falls and Hoosick residents.

Nothing contained herein constitutes a waiver by the Department and/or the State of New York of any rights held pursuant to any applicable state and/or federal law or a release for any party from any obligations accrued pursuant to those same laws.

Please contact me at (518) 402-9401 if you have any questions or concerns.

Sincerely,

A handwritten signature in blue ink, appearing to read 'TB', with a long horizontal flourish extending to the right.

Thomas Berkman
Deputy Commissioner and General Counsel

cc: Christopher R. Gibson, Esq., Archer & Greiner, P.C. (attorney for Saint-Gobain)
Dale Desnoyer, Esq., Allen & Desnoyer LLP (attorney for Honeywell)
Thomas Byrne, Esq., Honeywell

EXHIBIT A

Hoosick Falls, NY



0 500 1,000 2,000 Feet

1 inch = 500 feet

EXHIBIT B

Pursuant to Article 27, Title 13 of the Environmental Conservation Law (ECL), specifically ECL §§ 27-1307 and 1309, Saint-Gobain and Honeywell are hereby requested to produce any and all information to the New York State Department of Environmental Conservation (Department) with respect to the Properties listed on Exhibit A, including the Saint-Gobain McCaffrey Street Inactive Hazardous Waste Disposal Site, and the Oak Materials P-Site.

DEFINITIONS

For the purpose of complying with this demand for information:

1. a) The term "Honeywell" means Honeywell International Inc. and all parent and subsidiary corporations or companies; all predecessors and successors in interest; all employees, officers, agents, representatives, consultants, and independent contractors; and all persons or entities in financial, operational or managerial control of them, and including that meaning attributed to the term "person" in ECL § 27-1301(4).

b) The term "Saint-Gobain" means Saint-Gobain Corp. and all parent and subsidiary corporations or companies; all predecessors and successors in interest; all employees, officers, agents, representatives, consultants, and independent contractors; and all persons or entities in financial, operational or managerial control of them, and including that meaning attributed to the term "person" in ECL § 27-1301(4).

c) The term "Companies" shall refer to both Honeywell and Saint-Gobain, and each company shall independently respond to each Demand below.

2. Employees mean past or present employees of Honeywell, Saint-Gobain, or the Companies.

3. The word "document" means the original or true copy of any report, note, letter, correspondence (including letters received and copies of letters sent), e-mail, memoranda, ledgers, studies, logs, maps, photographs, sketches, plans, charts, data compilations, circulars, worksheets, calculations, minutes, test results, laboratory notes or memoranda, analyses or other transcriptions of information, whether written, typed, printed, recorded on tape, electronic, CD or other disc, microfilm, computer hard drive, computer server, computer software, or other device. The term document also includes documents in draft or preliminary version and all documents in final form. Documents include copies where originals are no longer in your custody and control or where copies have marks or notations not found in the original.

4. The term "hazardous substance" has that meaning ascribed to it in ECL § 37-0103.

5. The term "generation" has that meaning ascribed to it in ECL § 27-0901(4).
6. The term "transport" has that meaning ascribed to it in ECL § 27-0901(9).
7. The term "disposal" has that meaning ascribed to it in ECL § 27-1301(6).
8. A document "relates to" a subject if it refers to, discusses, describes, evaluates, summarizes, reports on, inquires about, or otherwise pertains to the subject.
9. The time periods referred to in this demand shall be from 1956-present.

INSTRUCTIONS

1. Saint-Gobain and Honeywell shall produce all requested documents in the possession of one of the Companies or otherwise subject to the Company's control and custody.

2. Saint-Gobain and Honeywell shall clearly indicate, in reference to each and every document produced, which documents are provided in response to which numbered demands, below.

3. Documents shall be arranged in the same order as the numbered Demands to which they respond.

4. Saint-Gobain and Honeywell shall index and particularly describe those documents that are not produced on the basis of any privilege and those documents produced that are claimed to be confidential, proprietary information.

5. Each document and all information and evidence requested herein shall be preserved and otherwise retained until such time as it is required to be produced under the terms of this demand or pursuant to a subpoena or an order of a court of competent jurisdiction. No documents, information or evidence requested herein or related in any way to the persons and entities named herein shall be destroyed, conveyed or otherwise made unavailable for production.

6. Pursuant to ECL § 27-1307(2), in the event the person furnishing such information cannot fully comply with the request for information, such person shall set forth his efforts to comply with such request.

7. Pursuant to ECL § 27-1307(3), any information submitted to the department shall be considered a "written instrument" as defined in subdivision three of section 175.00 of the penal law.

INFORMATION TO BE PRODUCED

1. A description of the Companies' affiliation to facilities associated with the Properties identified on Exhibit A including the manner in which the Companies owned and operated each Property. This should include all deeds, abstracts of title, and real estate transfer documents related to each of the Properties.
2. Identify each facility identified in Exhibit A where PFOA, its constituents or any material containing PFOA was stored, used, processed, manufactured, managed, released or otherwise present (hereinafter collectively referred to as "handled") and state the time period during which each was handled at each such facility.
3. If waste at a facility including PFOA, its constituents or any material containing PFOA was collected in drums, tanks, settling pits or other units, please provide details regarding these units, including their location, periods of use, whether there were releases from these units, and how such releases were managed and/or remediated.
4. With respect to each facility identified on Exhibit A, provide a map marked with the location of any and all areas where wastes of any kind were stored long-term, including disposal areas, and state when each such disposal location was used for this purpose, and identify indicate whether the disposal area has a liner, groundwater monitoring or other protective safeguards. Please provide any groundwater monitoring data and analytical reports associated with the disposal areas.
5. All documents, including manifests, relating to the transportation and disposal of hazardous substances, including PFOA and/or other hazardous wastes to and from the facilities identified on Exhibit A.
6. The names of all employees who were involved with and/or responsible for the treatment, storage and disposal of waste at the facilities identified on Exhibit A.
7. All documents, including drawings, describing the location or condition of sewers on the Properties, and any occurrences of disposal of liquids containing PFOA in such sewers.
8. Provide a map which shows all monitoring wells installed at or near each of the facilities identified on Exhibit A. In addition, state the purpose for which each well was or is being used and, to the extent not already provided in response to the above questions, provide the analytical results obtained from all monitoring conducted at each of the wells.
9. Describe all leaks, spills, or other releases of a hazardous substance or pollutant or contaminant (including but not limited to PFOA) at or from each of the facilities. Your response should include but not be limited to the following information as to each such occurrence:
 - a. The date of the occurrence;
 - b. The specific location of the occurrence (indicate on a map);
 - c. The quantity of material leaked, spilled or released;
 - d. Steps taken to remediate or stop the release;

- e. The specific hazardous substance, pollutant or contaminant that was involved, including the nature and composition of the material, and the physical state (solid, liquid, etc.) of such material; and
 - f. A copy of all documentation relating to the release.
10. Describe the corporate or legal relationship between the Companies and Saint-Gobain Corporation; the Saint-Gobain Group; Compagnie de Saint-Gobain SA; Fluorglas; AlliedSignal Inc.; AlliedSignal Laminate Systems Inc.; Furon Co.; Oak Materials Group, Inc.; Oak Matsui; Norplex/Oak Inc.; Norplex Oak Inc.; Dodge Industries; Oak Industries; and any other affiliated corporate entity related to the Companies' operations in Hoosick Falls. In addition, please provide a chronology showing the acquisitions and/or mergers involving these companies.
 11. Please state the name, title and address of each individual who assisted or was consulted in the preparation of your response to this Demand. In addition, state whether this person has personal knowledge of the information in the answers provided.