

November 25, 2019

Hillcrest Solar I, LLC
c/o Ms. Julia Mancinelli
Innergex Renewable Energy Inc.
888 Dunsmuir Street
Vancouver, British Columbia V6C 3K4

Re: Phase I Environmental Site Assessment for Hillcrest Solar I, LLC
Five Mile, Brown and Highland Counties, Ohio
Project No. 0022871.00

Dear Ms. Mancinelli,

Westwood Professional Services (Westwood) completed a Phase I Environmental Site Assessment (Phase I ESA) in general conformance with the scope and limitations of ASTM Practice E 1527-13. Any exceptions to or deletions from this practice are described in the report [below](#). The Project Area is located near the town of Five Mile in Brown and Highland County, Ohio, and totals approximately 2,380-acres.

This assessment has revealed no ASTM Recognized Environmental Conditions (RECs), no Controlled Recognized Environmental Conditions (CRECs) and no Historical Recognized Environmental Conditions (HRECs) in connection with the Subject Property.

If you have any questions or wish to discuss any particular aspect of the project, please feel free to call me at 952-697-5763. We look forward to being of continued service to you.

Sincerely,

Westwood Professional Services



Andy Brummer
Environmental Due Diligence Lead

Hillcrest Solar Project

Phase I Environmental Site Assessment

Brown and Highland Counties, Ohio

November 25, 2019



Prepared By:

Westwood

Prepared For:

Hillcrest Solar I, LLC

Phase I Environmental Site Assessment

Hillcrest Solar Project

Brown and Highland Counties, Ohio

Prepared for:

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c/o Innergex Renewable Energy Inc.
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Project Number: 0022871.00
Date: November 25, 2019

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1.0 EXECUTIVE SUMMARY

Westwood Professional Services (Westwood) conducted a Phase I Environmental Site Assessment (Phase I ESA) for Hillcrest Solar I, LLC, a subsidiary of Innergex Renewable Energy Inc. (User) in support of the development of approximately 2,380-acres of land in Brown and Highland Counties, Ohio ([Exhibit 1](#)).

This Phase I ESA generally conforms to the scope and limitations of American Society for Testing and Materials (ASTM) Standard E 1527-13 and 40 CFR § 312 Subp. C., All Appropriate Inquiries (AAI) Standards and Practices.

Based on the findings of this report, no recognized environmental conditions (RECs), controlled recognized environmental conditions (CRECs) or historical recognized environmental conditions (HRECs) were identified in preparation of this Phase I ESA.

2.0 INTRODUCTION

Westwood's scope of work for this Phase I ESA generally conforms to the American Society for Testing and Materials (ASTM) Practice E 1527-13: Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process for Forestland or Rural Property. The purpose of this standard practice is to define good commercial and customary practice for conducting a Phase I ESA of a parcel of real estate with respect to the range of contaminants within the scope of Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA) and petroleum products. As such, this practice is intended to permit a user to satisfy one of the requirements for the innocent landowner, contiguous property owner, or bona fide prospective purchaser limitations on CERCLA liability, i.e. landowner liability protections. The ASTM standard is designed to meet the criteria mandated by CERCLA for AAI into the previous ownership and uses of the property consistent with good commercial or customary practice.

In defining a standard of good commercial and customary practice for conducting a Phase I ESA of a parcel of property, the goal of the ASTM practice is to identify RECs. The term RECs means the presence or likely presence of any hazardous substances or petroleum products on a property under conditions that indicate an existing release, a past release, or a material threat of release of any hazardous substances or petroleum products into structures on the property or into the ground, groundwater, or surface water of the property. The term includes hazardous substances or petroleum products even under conditions in compliance with laws. The term is not intended to include de minimis conditions that generally do not present a material risk of harm to public health or the environment and that generally would not be the subject of an enforcement action if brought to the attention of appropriate government agencies. As defined in ASTM E1527-13, the term CREC means a recognized environmental condition resulting from a past release of hazardous substances or petroleum products that has been addressed to the satisfaction of the applicable regulatory authority, with hazardous substances or petroleum products allowed to remain in place subject to the implementation of required controls. HRECs are those that were or would have been considered to be RECs in the past, but because of additional information or a change in conditions, may no longer be considered a REC.

2.1 Purpose

This Phase I ESA was conducted in association with the development of the proposed Hillcrest Solar project area. For the purpose of this Phase I ESA, the terms “Project Area and Subject Properties” refer to the aggregate of 42 parcels of land, totaling approximately 2,380-acres leased for solar energy and associated transmission infrastructure development. Although entire parcels of land are leased as part of the Project, the installation of Project infrastructure will only occur within designated construction areas.

Westwood performed the Phase I ESA in general accordance with ASTM Practice E1527-13 to determine if the Project Area is known to contain an existing release, past release, or a material threat of a release of hazardous substances or petroleum products into structures or into the ground, groundwater, or surface water. The Phase I ESA process does not include sampling, which may verify or evaluate the extent of suspected environmental impacts.

2.2 Scope of Services

The User authorized Westwood Professional Services, Inc. to conduct a Phase I ESA, which was performed in general accordance with Westwood Professional Services proposal, and considered the following:

Records Review – Westwood obtained and reviewed available records to identify RECs in connection with the Subject Properties. Availability of records information varies from information source to information source, including government jurisdictions. The ASTM standard identifies record information from standard sources and the User. The Environmental Professional is required to review only record information that is reasonably ascertainable or practically reviewable. Westwood was able to review Subject Properties historical operations back to 1917.

Site Reconnaissance – Westwood performed a site reconnaissance to visually observe RECs in connection with the Project Area during one or more site visit(s). Westwood observed structures on the Project Area to the extent that the view of such structures was not obstructed by water bodies, adjacent buildings, or other obstacles. If applicable, limitations are noted within the Phase I ESA report.

The Subject Properties, and the exteriors of structures on the Subject Properties, were visually observed. The interior of structures located on the Subject Property, including accessible common areas, were observed to the extent that such interiors were readily viewed through existing open doors.

Interviews – Westwood conducted interviews to obtain information indicating RECs in connection with the Subject Properties. Westwood interviewed available past and present owners, operators, and occupants of the Subject Properties. In cases where the Subject Properties were not occupied, attempts were made to contact the landowners, property managers, or adjacent property owners.

Westwood conducted interviews with state and/or local government officials, as applicable. Westwood requested that the User of this Phase I ESA complete a questionnaire regarding the history and environmental conditions of the Subject Properties. At the discretion of the environmental professional, Westwood conducted interviews by telephone, in person, or in writing.

Report – Westwood prepared this Phase I ESA report to generally follow the recommended report format of ASTM Practice E1527-13. This Phase I ESA report includes a scope of services, findings, opinions, and conclusions, which are supported by documentation collected during the assessment.

2.3 Significant Assumptions

Landowner contact information, boundaries of Subject Properties, and information pertaining to leased lands associated with the Project were provided to Westwood by the User. Westwood assumes that all information supplied by interviewed landowners and government officials is true and accurate, to the best of their knowledge, at the time of this assessment. Westwood assumed the boundaries of the Project Area are relatively accurate based information supplied by the User. The identification of geologic or geotechnical hazards was beyond the scope of this agreement.

2.4 User Reliance

Westwood's findings and opinions are exclusively for the use of the User and its assignees. Westwood will not distribute or publish the Phase I ESA Report without the consent of the User, except as required by law or court order. The User, Hillcrest Solar I, LLC, engaged Westwood to perform the Phase I ESA and no other party may rely on the Phase I ESA report without Westwood's written consent. The findings and opinions contained herein are limited to use by the User. Westwood's services for this project have been performed in a manner consistent with normal standards of the profession. No other warranty or guarantee, expressed or implied, is made.

3.0 PROJECT AREA DESCRIPTION

Mapped locations of the Site can be found in the [Exhibits](#) and [Appendices](#).

Project Description

Project Name	Hillcrest Solar Project Five Mile, Brown and Highland Counties, Ohio
Project Acreage	2,380
Number of Parcels	42 parcels
Local Access Provided From	Local access to the Project Area was generally provided by State Road 286 and County Highway 8C.
Site Soils	Based on the United States Department of Agriculture (USDA) Web Soil Survey, the Property Area is generally underlain by silty and clayey loam. Locally, geologic conditions consist of shales and limestone.
Site Elevation	940 to 980 feet above mean sea level
Site Groundwater Flow	The general surficial groundwater flow direction in the vicinity of the Subject Property is expected to be towards Sterling Run Creek. However, the local direction of groundwater flow may be affected by nearby streams, lakes, wells, and/or wetlands and may vary seasonally.
Current Use of Subject Property	Agricultural
Current Use of Adjacent Properties	Agricultural

3.1 Structures, Roads, and Improvements

Occupied and unoccupied building sites are scattered throughout the Project Area, as shown on [Exhibit 3](#) and summarized below. Access to most building sites was via gravel and paved roads that bisect the Project Area. County roads bisect the Project Area running both north/south and east/west at regular intervals. Major paved roads within the Project Area include State Road 286, US Route 86, County Highway 8C, and Moon Road.

A total of 42 parcels were identified within the Project Area. A total of 12 building sites, and 5 historical building sites were identified within the Subject Properties by aerial photography and onsite field reconnaissance. Note, the previously completed 2018 Phase I ESA included 19 current building sites and 6 historical building sites; due to restructuring of project boundaries, building sites 1, 2, 4, 6, 11, 17, 19 and historical building site 5 are no longer within the Project Area and are not discussed in the table below.

Additional Option Parcels were observed from roadways and adjoining participating parcels. Structures existing on the Option Parcels were not observed during our 2019 field reconnaissance; however, these parcels have been previously observed during the [2018 Phase I ESA](#) and no significant changes were apparent on the parcels.

Active farmsteads are served by private domestic water wells. No public wastewater treatment system serves residents within the Project Area and active farmsteads are served by private onsite septic systems. Most farmsteads within the Project Area are heated with liquid propane (LP) furnaces utilizing on-site above ground storage tanks (ASTs) or utilize electric heating.

Table 3.5-1: Building Sites Located within the Project Area

Parcel ID	Building Site ID	Latitude	Longitude	Field Note
P006	3	-83.91375418	39.10442081	Five grain bins, two outbuildings
P019	5	-83.92140183	39.09301941	Four outbuildings, one dwelling
P025	7	-83.9125036	39.08806503	One outbuilding
P026	8	-83.90921873	39.0887692	One dwelling
P029	9	-83.90620661	39.08531078	One dwelling, four outbuildings
P036	10	-83.90351334	39.07167803	Three outbuildings, one dwelling
P043	12	-83.88334245	39.07193155	One dwelling
P043	13	-83.88330792	39.07194219	One dilapidated barn
P017	14	-83.87530983	39.08698553	One silo
P017	15	-83.87456509	39.08817769	Animal pen/enclosure
P009	16	-83.89274963	39.10440446	One grain bin
P031	18	-83.91065111	39.08301464	Building foundation
P020	H01	-83.91221937	39.09234052	Historic building site
P022	H02	-83.90750505	39.09179921	Historic building site
P005	H03	-83.92640482	39.10519253	Historic building site
P017	H04	-83.87529977	39.08696302	Historic building site
P017	H06	-83.89092648	39.09228419	Historic building site

4.0 INFORMATION PROVIDED BY THE USER

The following information was provided by the User. See [Appendix A](#) for a copy of the User Questionnaire.

Information Provided by the User

Title Records	No title information was provided by the User
Environmental Liens and Activity and Use Limitations	Information provided by the User indicates that to the User's knowledge, there are no known environmental liens or activity and use limitations associated with the Subject Properties.
Specialized Knowledge or Experience	The User communicated that they were unaware of any specialized knowledge or experience related to the Site or adjoining properties besides the information provided in the previous Phase I ESA.
Valuation Reduction for Environmental Issues	The User was not aware of any reduction in the value of the Subject Properties due to past or present environmental issues.
Commonly Known or Reasonably Ascertainable Information	The User communicated that they were unaware of commonly known or reasonably ascertainable information besides the information provided within the previous Phase I ESA.
Degree of Obviousness	The User communicated that they are unaware of obvious indicators that point to the presence or likely presence of releases on the Site.
Subject Property Location Information	A kmz file depicting the Project Area boundaries was provided by the User.

5.0 RECORDS REVIEW

5.1 Sources of Environmental Records

Westwood contracted EDR - Environmental Data Resources, Inc. (EDR) for regulatory record sources listed in Sections 8.1.1 through 8.2.2 of the ASTM Standard. EDR provided Regulatory Database Reports for the Project Area, included in [Appendix B](#). The records review identified records of known sites located within the ASTM minimum search distances from the Project Area. Any facilities identified by Westwood within the immediate vicinity of the Site are discussed in the appropriate database section. The ASTM prescribed search radius for each database searched for records by EDR, the number of listings located on each database searched, and their appropriate locations with respect to the Site, are summarized in the following table.

The listings are located as shown in the EDR report. Refer to the EDR Report for a detailed description of each database that is searched in their evaluation, and the date of the last revision for each sources searched by EDR.

5.1.1 Target Property Summary

The Site is not listed in the EDR report on any of the standard environmental record sources as specified in the ASTM Standard.

5.1.2 Adjoining Property Summary

The adjoining properties were not listed in the EDR report on any of the standard environmental record sources as specified in the ASTM Standard.

5.1.3 Surrounding Area Summary

EDR identified one site within one-half mile of the Project Area that was identified on the Leaking Underground Storage Tank (LUST), UST, and Archive UST databases. The site is associated with a historical gas station located on the southeast corner of the intersection of State Road 286 and State Route 68 on a non-adjoining parcel. The listing indicated that the site operated two, 500-gallon steel gasoline storage tanks that were removed in 1999. The site was issued a No Further Action (NFA) determination. Based on the location, NFA status, and nearly twenty years of natural attenuation, we do not view this listing as a concern.

5.1.4 Orphan Sites

No orphan site listings were identified on or near the Project Area.

5.2 Additional Records Reviewed

Westwood reviewed the Ohio Environmental Protection Agency e-Document Search website (<http://edocpub.epa.ohio.gov/publicportal/edochome.aspx>) for additional records review. The interactive map contains information about the following types of sites: Superfund sites, Federal Facilities sites, RCRA sites, Brownfields/Voluntary Cleanup Program sites, Brownfield Assessments, and Petroleum and Hazardous Substance Storage Tank Facilities. Based on factors that include regulatory status, distance from the Project Area, and/or location relative to the regional groundwater flow direction, no facilities were identified on surrounding properties that warrant further consideration as potential recognized environmental conditions.

5.3 Historical Use Information for the Project Area

Westwood obtained historical aerial photographs associated with the Project Area from EDR. These aerial photographs are included in [Appendix C](#).

Historical Resources Reviewed

Resource	2010's	2000's	1990's	1980's	1970's	1960's	1950's	1940's	1930's	1920's	1910's	1900's
Aerial Photographs	✓	✓	✓	✓	✓	✓						
Historic Topo Maps	✓			✓		✓		✓			✓	

5.3.1 Aerial Photographs

Based on the earliest available photographs (1960), the Subject Properties consisted predominantly of cultivated agricultural land with single-family residences and farmsteads sparsely dispersed throughout. The remaining areas of the Project Area not utilized for agriculture consist of undeveloped, wooded land. In addition, numerous improved and unimproved roadways are depicted throughout the Project Area. In general, the Project Area has slowly progressed through the years with new farmsteads and associated buildings. No large industrial or commercial developments occurred within the Subject Property boundary throughout the years reviewed.

5.3.2 Topographic Maps

Historical United States Geological Survey (USGS) Topographic mapping was reviewed online for the Subject Property through the USGS Historical Topographic Map Explorer website. Maps reviewed included the Sardinia, Columbus, Mount Orab, and Hillsborough topographic maps. The topographic maps reviewed were generally consistent with the above discussed aerial photographs.

5.4 Historical Use Information for Adjoining Properties

Westwood utilized historical aerial photographs, topographic maps, and personal interviews of landowners to determine the past use of the adjacent properties. These sources of information did not identify environmental conditions on adjacent properties that affect the potential for environmental risk related to the Subject Properties.

6.0 SITE RECONNAISSANCE

On November 11-12, 2019, an environmental scientist from Westwood conducted the site reconnaissance of all the Subject Properties within the Project Area. The site visit included review of the elements listed in Section 9 of the ASTM Standard. The objective of the site reconnaissance was to obtain information indicating the likelihood of identifying a REC in connection with the Subject Properties. The following observations were visually observed and recorded during the site visit. Site photographs from the site reconnaissance are included in [Appendix D](#). Westwood was unaccompanied during the Site reconnaissance.

6.1 Methods and Limiting Conditions

Westwood reviewed publicly available aerial photography prior to conducting the reconnaissance of the Project Area to identify areas of concern. A ground reconnaissance was then conducted by vehicle and by foot. Public and private roadways were driven within the Project Area to examine the building sites, property exteriors, and other features within the Project Area.

6.2 Use of Prior Environmental Assessments

We reviewed the following previous environmental document regarding the Site:

- *Phase I Environmental Site Assessment, Hillcrest Solar I, LLC, Brown and Highland County, Ohio*, prepared by Westwood Professional Services (Project No. R0011561.00), dated September 14, 2018 (2018 Phase I ESA).

The 2018 Phase I ESA revealed no ASTM Recognized Environmental Conditions (RECs), no Controlled Recognized Environmental Conditions (CRECs) and no Historical Recognized Environmental Conditions (HRECs) in connection with the Subject Property.

6.3 General Description of Structures

The Project Area primarily consists of agricultural land utilized for row crop production with rural dwellings and farmsteads interspersed throughout (Exhibits 1 and 2). A total of 12 current building sites and five historical building sites were identified within the Project Area based on aerial photography, site reconnaissance, and landowner interviews. Additional structures ancillary to agricultural farming were also observed. Unoccupied buildings observed within the Project Area consisted of either abandoned farmsteads or storage buildings for farm equipment. Water well structures were also located at the Subject Property and are described in the applicable sections below.

6.4 Potable Water Supply

The Project Area has limited public infrastructure services. No public or rural water system was noted within the Project Area and water is likely supplied to the Project Area by private water wells, which were observed within the Project Area. In addition, irrigation wells used for agricultural watering purposes were observed within the row crop farming fields.

6.5 Sewage Disposal System

No municipal or shared sewage disposal systems occupied the Subject Property and each residence likely uses its own private on-site septic system for sewage disposal.

6.6 Hazardous Substances and Petroleum Products

During the site reconnaissance, Westwood observed evidence of hazardous substances and/or petroleum products within the Project Area. General housekeeping and farm maintenance supplies consisting of petroleum-based products and chemical cleaners were observed. These substances were stored within containers of various sizes. The containers appeared to be in relatively good condition and no evidence of significant staining or spills were observed on the ground within the immediate vicinity of these containers.

6.7 Storage Tanks

Most residences within the Project Area were heated with LP furnaces utilizing on-site privately-owned ASTs. Due to the gaseous contents of the propane tanks at atmospheric pressure, Westwood does not consider the use of privately owned propane tanks as a REC to the Subject Property. One above ground metal storage tank (AST) was observed on Parcel 009 at Site 016. The tank was observed in good condition and no staining or stressed vegetation was observed in the immediate area. It is unknown whether the tank is currently in use or not. No other petroleum tanks were observed during the Site reconnaissance.

6.8 Odors

No unusual odors were observed by Westwood during the site reconnaissance.

6.9 Pools of Liquid

Westwood did not observe any pools of liquid during the site reconnaissance.

6.10 Drums

Westwood observed drums at Parcels 036 and 029, Sites 10 and 09, respectively. The observed drums were either empty or showed no signs of leaking, stressed vegetation, and/or having recently been in use (See Site Photographs in [Appendix D](#) for representative photographs).

6.11 Electrical or Hydraulic Equipment

Numerous pole-mounted electrical transformers were observed on the farmsteads within the Project Area during the site visit. The transformers appeared to be in good condition with no obvious signs of major leakage; however, it is unknown if the transformers contain polychlorinated biphenyls (PCBs). No underground hydraulic equipment was observed within the Project Area during the site visit. No other obvious PCB-containing electrical or hydraulic equipment was noted during the Site visit.

6.12 Exterior Observations

Many farmsteads, both active and inactive, were scattered throughout the Project Area. Westwood observed evidence of solid waste debris that generally included construction materials (i.e. primarily scrap lumber and metal, roofing materials, etc.), household appliances, scrap tires, old automobiles, and discarded farm equipment at several locations throughout the Project Area. See [Appendix D](#) Site Photographs and Exhibit 3 for additional information.

6.12.1 Pits, Ponds, or Lagoons

No pits, ponds, or lagoons of environmental concern were observed within the Project Area.

6.12.2 Stained Soil or Pavement

During Westwood's site reconnaissance, no evidence of significant chemical and/or petroleum staining was observed. Minor staining was generally noted in areas where farm equipment was maintained.

6.12.3 Stressed Vegetation

Westwood did not observe any significant areas of stressed vegetation due to chemical spillage or use within the Project Area.

6.12.4 Possible Fill Material or Buried Solid Waste

Westwood observed no areas that appeared to contain buried solid waste and fill soil of unknown origin was generally not observed at the Subject Properties.

6.12.5 Solid Waste, Unidentified Substance Containers, and Burn Barrels

Westwood observed discarded waste materials at Parcel 036 and 009 at sites 10 and 16, respectively, and generally included discarded tires; household trash and appliances; and miscellaneous construction materials (i.e. scrap metal, asphalt, shingles, concrete debris, and wood). All of the waste material locations were relatively small, localized areas and none were large solid waste dump areas indicative of public use. In general, no evidence of large spills or releases of hazardous or petroleum product were observed.

Additionally, one burn barrel was observed at Parcel 025 at site 07. The burn barrel primarily consisted of household rubbish and paper products. The burn barrel area was relatively small and no evidence of hazardous wastes or petroleum products appeared to be burned.

No significant waste stream generation or storage was observed on the Project Area at the time of Westwood's site reconnaissance. Westwood expects that normal household waste is generated by the private residences located within the Project Area. A majority of the residential waste appeared to be regularly removed by third-party waste disposal contractors.

6.12.6 Wastewater

Westwood observed no evidence of wastewater being discharged on the surface at the Subject Property during site reconnaissance.

6.12.7 Wells

Westwood observed no evidence of dry wells, geo-thermal wells, or groundwater monitoring wells on the Project Area during the site visit. However, interviews with current property owners indicated that active farmsteads each utilize private drinking water wells for potable water. Some of the Subject Properties also make use of one or more private water wells for watering cattle or irrigation. Information regarding water wells on leased lands was requested from landowners during landowner interviews.

6.12.8 Septic Systems

Current property owners indicated that private residences and farmsteads within the Project Area were connected to on-site septic systems. No septic systems were inspected during Westwood's site reconnaissance.

6.13 Interior Observations

A number of buildings and/or other improvements were observed on the Subject Properties; however, Westwood did not inspect the interior of those buildings and/or improvements. Due to the number of properties viewed and the size of the Project Area, Westwood limited the review of the building interiors to those buildings with open doors, and to information that became available during landowner interviews.

6.13.1 Heating and Cooling System

Active residences appeared to use liquid propane stored in ASTs, wood or electric heat, or heating oil stored in ASTs for residential heating needs. It is unknown whether residential homes and farmsteads had cooling systems.

6.13.2 Stains or Corrosion

No significant evidence of staining or corrosion was observed at the Subject Properties at the time of the site reconnaissance.

6.13.3 Drains and Sumps

No floor drains or sumps were observed on the Subject Properties during the site visit. In general, surface drainage is controlled by surface sheet flow in farm fields and ditches along graded roads that are maintained by Brown and Highland Counties.

7.0 INTERVIEWS

7.1 Landowners

Westwood attempted to interview each of the landowner contacts provided by the User. As of the date of this report, 16 of the landowners had responded. Participants were asked questions pertaining to knowledge of current or historical conditions, environmental events, or situations that present a REC in the areas potentially subject to development. Questionnaire results are summarized in Table 7.1-1 below.

Table 7.1-1: Landowner Questionnaire Responses

Landowner	Address	Respondent	Significant Comments
Gary Waits	15950 Moon Road Mount Orab, OH 45154	Gary Waits	No known environmental issues.
Jennifer & Jason Rankin Arey	16179 Moon Road Mount Orab, OH 45154	Jennifer Arey	No known environmental issues.
Jay & Denise Lea Holden	4437 State Route 286 Mount Orab, OH 45154	Jay Holden	No known environmental issues.
Kenneth & Darlene Jones	16618 Moon Road Mount Orab, OH 45154	Darlene Jones	No known environmental issues.
96-Acre Farm Moon Trust Farm	663 Webber Road Mount Orab, OH 45154	Danny & Bruce Moon	No known environmental issues.
Chad & Melanie Hawk	838 Greenbush Road Sardinia, OH 45171	Chad Hawk	No known environmental issues.
Hawk Family Farm, LLC	3471 Beltz Road Sardinia, OH 45171	Howard Hawk	No known environmental issues.
Joseph Evans	18405 Huber Road Mount Orab, OH 45154	Joe Evans	No known environmental issues.
Anthony Werring	5142 Burdsall Road Williamsburg, OH 45176	Anthony Werring	No known environmental issues.

Landowner	Address	Respondent	Significant Comments
Russell & Cynthia Barber	17270 Driver Collins Road Mount Orab, OH 45154	Russell Barber	No known environmental issues.
Charles & Deborah Etienne	3700 Hughes Road Mount Orab, OH 45154	Charles Etienne	No known environmental issues.
Dorothy Kattine Myers	4469 Greenbush East Road Mount Orab, OH 45154	Dorothy Kattine Myers	No known environmental issues.
John Hawk	260 Waits Road Sardinia, OH 45171	John Hawk	No known environmental issues.
James & Susan Wylie	16302 Driver Collins Road Mount Orab, OH 45154	James Wylie	No known environmental issues.
Carl & Peggy Jones	16647 Driver Collins Road Mount Orab, OH 45154	Carl Jones	No known environmental issues.
Sol Farms LLC	12252 County Road 81 Revere, MO 63465	Betty Halberstadt	No known environmental issues.

7.2 User Representative

Westwood interviewed Ms. Stephanie Bond with Innergex Renewable Energy Inc on November 22, 2019. Ms. Bond indicated that she was unaware of any past or current uses of the property that might be associated with risks of environmental contamination, specific hazardous chemicals or materials that are or were present at the Subject Property, any spills or releases of hazardous substances or petroleum products, any dumped, buried or burned hazardous substances or petroleum products or any environmental concerns associated with the Subject Property.

8.0 LIMITATIONS, DEVIATIONS, AND DATA GAPS

Westwood based the findings and conclusions of this Phase I ESA on the procedures described in ASTM Standard E1527-13, information and observations collected during those procedures, and Westwood's interpretation of that information. The findings of this Phase I ESA are limited to the specific Subject Properties described in this report, and by the accuracy and completeness of information provided by others.

A Phase I ESA does not entirely eliminate uncertainty regarding the potential for RECs in connection with the Subject Properties. Performance of ASTM Standard E1527-13 is intended to reduce, but not eliminate, uncertainty regarding the potential for RECs in connection with the Subject Properties within reasonable limits of time and cost. For this Phase I ESA, Westwood applied the degree of care and skill ordinarily exercised under similar conditions by reputable members of the environmental profession in the project's location. No warranty or guarantee, expressed or implied, is made.

Several caveats are inherent in conducting this or any other environmental due diligence examination:

1. It is difficult to predict which, if any, identified potential problems will become actual problems in the future. Federal and state regulations continually change as do the enforcement priorities of the applicable government agencies involved.
2. There is always the possibility that sources of future environmental liability have yet to manifest themselves to the point where they are reasonably identifiable through an external investigation such as the one conducted for this assessment.
3. The results of Westwood's investigation represent the applications of a variety of technical disciplines to material facts and conditions associated with the Subject Properties. Many of these facts and conditions are subject to change over time. Therefore, the findings and opinions expressed within this document must be viewed in this context.
4. Westwood is not responsible for conditions or consequences arising from relevant facts that were concealed, withheld, or not fully disclosed.
5. Properties adjoining the Subject Properties were only unobtrusively and visually inspected. Westwood cannot be held responsible for identifying conditions on adjoining properties that were not conspicuous at the time of the site inspection.

The following limiting conditions were encountered:

- Due to the large size of the Project Area, Westwood was unable to view the entire Project Area without limitation. However, Westwood viewed the Project Area from land section borders, corners, and accessible roads. Westwood also made attempts, where possible, to view unusual terrain, soil and/or rock piles, and existing and former building sites.
- The observation of the building interiors was limited to those buildings with open doors. No private residences or agricultural structures were entered or assessed during this investigation. All observations of these areas were made from a distance.
- Observation of the Subject Properties was limited due to dense vegetation in areas, limiting ground visibility.
- Observation of the Subject Properties was limited due to snow cover, limiting ground visibility.
- Structures existing on the Option Parcels were not observed during our 2019 field reconnaissance.

No data gaps were identified during the course of this assessment. The identified limiting conditions did not affect the environmental professional's ability to render opinions regarding conditions indicative of a release or threatened release.

9.0 FINDINGS

Westwood's findings identify all potential RECs, CRECs and HRECs through information uncovered during site reconnaissance or provided by the User, landowner, government official, EDR report, or other sources. All findings listed in Section 9.0 that require further discussion are elaborated upon in Section 10.0 to either dismiss the finding or label it as a REC (10.1), CREC (10.2), HREC (10.3), *De Minimis* Condition (10.4) or an Additional Consideration (10.5).

Westwood makes the following findings based on this Phase I ESA:

- The government database records review identified regulated facilities within the vicinity of the Project Area.
- The Project Area has been used primarily for agricultural purposes associated with livestock and row crop production since at least 1917.
- Westwood observed numerous propane ASTs and one metal AST throughout the Project Area. The ASTs generally appeared to be in good condition with no evidence of significant leaks or spillage. No USTs were reported or observed at the Subject Properties.
- Westwood observed drums at Parcels 036 and 029 at sites 10 and 09, respectively. The observed drums were either empty or showed no signs of leaking, stressed vegetation, and/or having recently been in use. In addition, one burn barrel was noted at the Site.
- Westwood observed evidence of hazardous substances and/or petroleum products within the Project Area during the reconnaissance. At the time of the Site reconnaissance, the substances and petroleum products appeared to be in good condition with no signs of major spills or leaks.

10.0 OPINIONS

According to the User, the Phase I ESA was conducted in association with the development of the Subject Property. Opinions expressed herein are influenced by the stated reason for conducting the Phase I ESA. Furthermore, the expressed opinions might not be applicable to alternate reasons for reliance on the content of the Phase I ESA.

10.1 Recognized Environmental Conditions

The term RECs means the presence or likely presence of any hazardous substances or petroleum products on a property under conditions that indicate an existing release, a past release, or a material threat of release of any hazardous substances or petroleum products into structures on the property or into the ground, groundwater, or surface water of the property. The term includes hazardous substances or petroleum products even under conditions in compliance with laws. The term is not intended to include de minimis conditions that generally do not present a material risk of harm to public health or the environment and that generally would not be the subject of an enforcement action if brought to the attention of appropriate government agencies.

No RECS were identified in preparation of this Phase I ESA.

10.2 Historical Recognized Environmental Conditions (HRECs)

HRECs are those that were or would have been considered to be RECs in the past, but because of additional information or a change in conditions, may no longer be considered a REC.

No HRECS were identified in preparation of this Phase I ESA.

10.3 Controlled Recognized Environmental Conditions (CRECs)

A controlled recognized environmental condition is defined by ASTM Practice E1527-13 as “a recognized environmental condition resulting from a past release of hazardous substances or petroleum products that has been addressed to the satisfaction of the applicable regulatory authority, with hazardous substances or petroleum products allowed to remain in place subject to the implementation of required controls.”

No CRECS were identified in preparation of this Phase I ESA.

10.4 De Minimis Conditions

A de minimis condition is one that generally does not pose a threat to human health or the environment and that would generally not trigger an enforcement action if brought to the attention of an applicable regulatory agency. Conditions determined to be de minimis are not RECs. The following findings are considered de minimis conditions:

- The government database records review identified regulated facilities within the vicinity of the Subject Property. Based on mitigating factors that affect the apparent significance of the identified facilities on the Site, such as regulatory status, distance from the Subject Property, location of the facility in relation to the groundwater flow direction, and/or the database(s) the identified regulated facility is listed on, it is our opinion that the identified regulated facilities are considered a *de minimis* condition.
- The Project Area has been used for agricultural purposes associated with livestock and row crop production since at least 1917. The use of the Subject Property for agricultural purposes would be considered a *de minimis* condition.
- Westwood observed numerous propane ASTs and one metal AST throughout the Project Area. The ASTs appeared to be in good condition with no evidence of major leaking or spillage. No USTs were observed or reported and it is our opinion that the ASTs and minor staining are considered *de minimis* conditions.
- Westwood observed drums at Parcels 036 and 029 at sites 10 and 09, respectively. The observed drums were either empty or showed no signs of leaking, stressed vegetation, and/or having recently been in use. It is our opinion that the drums are considered a *de minimis* condition.
- Westwood observed evidence of hazardous substances and/or petroleum products within the Project Area during the reconnaissance. It is our opinion that the presence of these materials are considered a *de minimis* condition for the Subject Properties.

- Overhead electrical transmission lines and transformers were observed throughout the Subject Property, most notably adjacent to the residences. It is our opinion that the presence of the transmission lines and transformers are considered a *de minimis* condition.
- One burn barrel was observed at Parcel 025 at site 07 and consisted primarily of household rubbish and paper products. The burn barrel area was relatively small with no evidence of hazardous wastes or petroleum products being burned. It is our opinion that the presence of this localized burn barrel is considered a *de minimis* condition.

11.0 CONCLUSIONS AND RECOMMENDATIONS

Westwood performed a Phase I ESA of the Project Area, which includes approximately 2,380-acres of leased land for solar development. This Phase I ESA was conducted in general conformance with the scope and limitations of ASTM Standard E1527-13. Exceptions to, or deletions from, this practice are described in Section 8.0 of the Phase I ESA. Our assessment revealed no RECs, CRECs and no HRECs in connection with the Project Area.

No additional investigation is recommended at this time. This report documents the condition of the Project Area at the time of Westwood's site reconnaissance and documents that Innergex has completed steps to comply with the AAI procedure.

12.0 REFERENCES

ASTM International. 2016. ASTM Practice E Practice E 1527-13. Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process.

Ohio Environmental Protection Agency e-Document Search website. Environment Records. Accessed November 2019.

Brown and Highland County Assessor. Real Property Records. Accessed November 2019.

Google. Google Earth. Interactive mapping and aerial photography online application. Available online, <https://www.google.com/earth/>. Accessed November 2019.

USGS. TopoView. Accessed November 2019.

United States Environmental Protection Agency. "All Appropriate Inquiries" Final Rule, 40 C.F.R. Part 312 (2014).

Historic aerial photographs between 1960 and 2015 were provided by EDR, while additional coverage between 1991 and 2015 was reviewed in Google Earth.

United States Department of Agriculture (USDA) Web Soil Survey. Accessed November 2019.

13.0 ENVIRONMENTAL PROFESSIONAL STATEMENT AND QUALIFICATIONS

We declare that, to the best of our professional knowledge and belief, we meet the definition of Environmental professional as defined in §312.10 of 40 CFR § 312. We have the specific qualifications based on education, training, and experience to assess a property of the nature, history, and setting of the Project Area. We have developed and performed the all appropriate inquiries in conformance with the standards and practices set forth in 40 CFR Part 312. Resumes are available upon request.

Table 13.0-1: Qualifications of Environmental Professionals

Name	Degrees	Years' Experience	Licenses and Certifications	Role on Project
Megan Lamb	BS, Geology	4	NA	Report Preparation Site Reconnaissance
Andy Brummer	BS, Biology	18	MN Asbestos	Peer Review Quality Assurance

Prepared and Reviewed by:

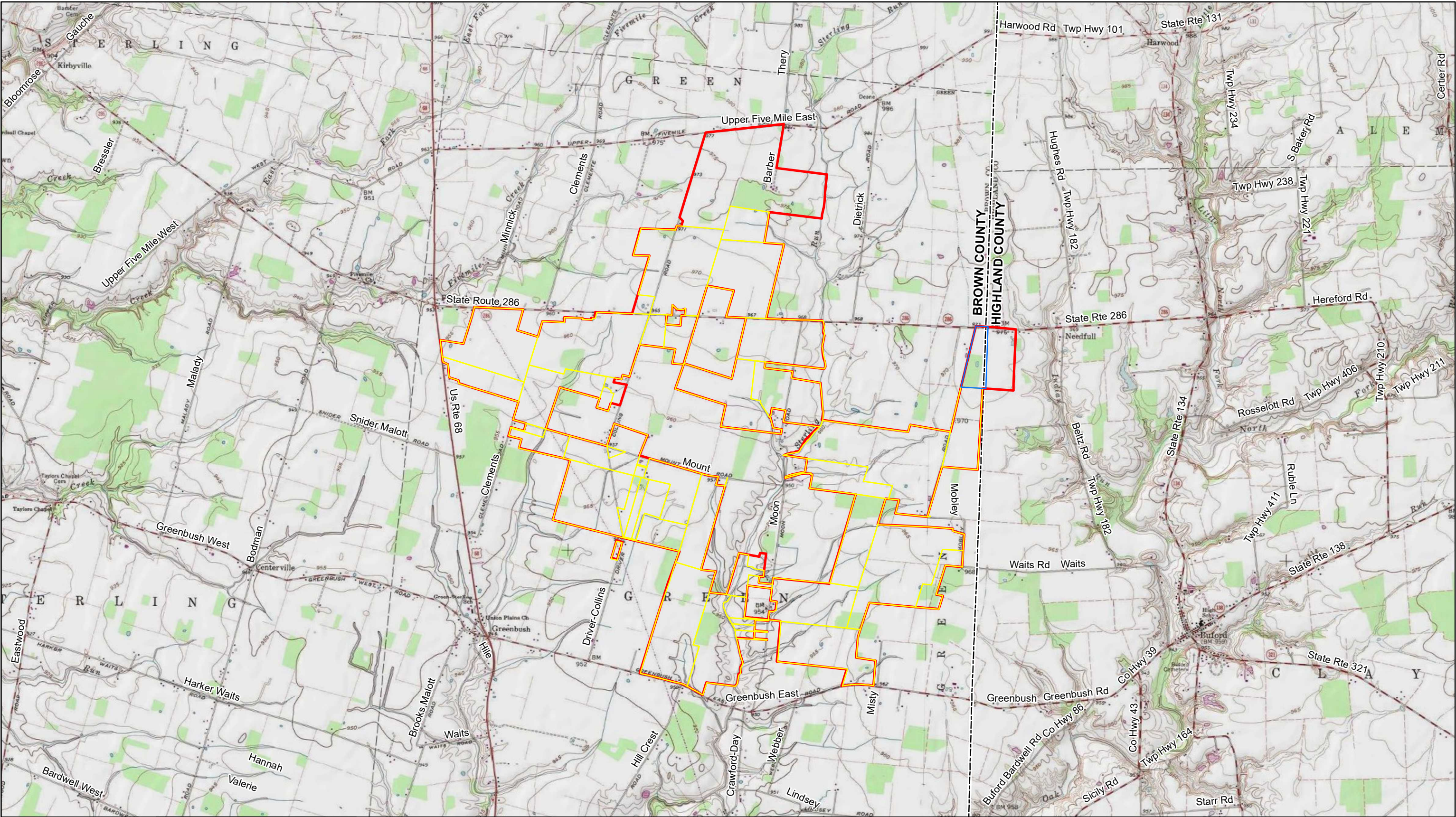


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Andy Brummer
Environmental Due Diligence Lead
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Exhibit 1: Project Location



Data Source(s): Westwood (2019); ESRI WMS
USGS Topography (Accessed 2019); U.S.
Census Bureau (2018).

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Westwood Professional Services, Inc.



Legend

- Subject Parcel
- Option Parcel
- Project Boundary
- County Boundary



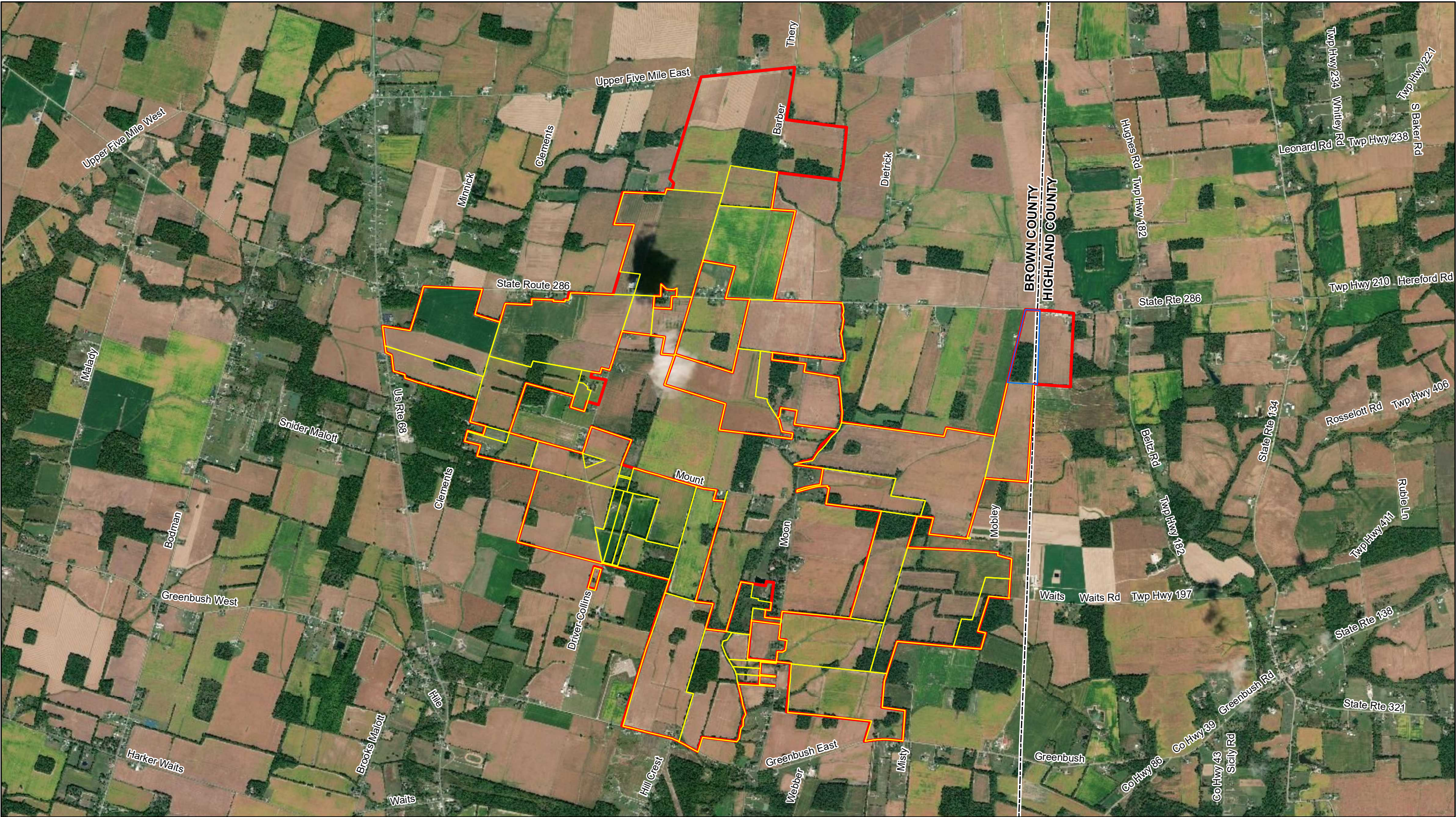
0 3,000 Feet

Hillcrest Solar I, LLC

Brown and Highland County, Ohio

Project Location &
USGS Topography

Exhibit 2: Project Area and Subject Property



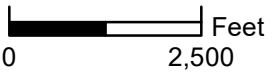
Data Source(s): Westwood (2019); ESRI WMS Aerial Imagery (Accessed 2019); U.S. Census Bureau (2018).

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Westwood Professional Services, Inc.



Legend

- Subject Parcel
- Option Parcel
- Project Boundary
- County Boundary



Hillcrest Solar I, LLC
Brown and Highland County, Ohio
Project Location &
Aerial Photography

This foregoing document was electronically filed with the Public Utilities

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Case No(s). 17-1152-EL-BGN

Summary: Report Notice of Compliance with Certificate Condition 1 - Phase I ESA_ESA_01
electronically filed by Ms. Julia M Mancinelli on behalf of Hillcrest Solar I, LLC