

Soil and Groundwater Management Plan

Facility located at 401 Gage Street,
Bennington, Vermont

PREPARED FOR
Energizer Holdings, Inc.

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0774083



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Soil and Groundwater Management Plan

Facility located at 401 Gage Street, Bennington, Vermont
0746811



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ACRONYMS AND ABBREVIATIONS

Acronym	Description
COCs	Constituents of Concern
ERM	Environmental Resource Management, Inc.
OS/OM	Operations Supervisor/Operations Manager
PPE	Personal Protective Equipment
Property Owner	Property Owner of 401 Gage Street, Bennington, Vermont
SGMP	Soil and Groundwater Management Plan
SMRFO	Senior Manager EHSQ Regional Field Operations
USEPA	United States Environmental Protection Agency
VOC	Volatile Organic Compound
VTDEC	Vermont Department of Environmental Conservation

1. INTRODUCTION

On behalf of Energizer Holdings Inc. (Energizer), Environmental Resources Management, Inc. (ERM) has prepared this Soil and Groundwater Management Plan (SGMP) Plan to present information related to and procedures required to manage the existing soils on-Site in support of the Corrective Action Plan at the former Energizer Facility located at 401 Gage Street in Bennington, Vermont (Site) (Figure 1).

Soils within the property boundary of Tax ID 50536100, comprised of Lot 1 and Lot 3, could be impacted by constituents of concern (COCs) that exist at the Site from historical Site operations. This SGMP describes the approach for managing soils and groundwater.

The purpose of this SGMP is to outline the requirements needed to protect human health and the environment during soil disturbance activities and to provide proper management, transportation, and disposal of wastes. Specifically, this SGMP includes the following objectives:

- To establish procedures for documenting the decision-making process before performing soil disturbance activities.
- To protect personnel from potential and uncontrolled exposure to contaminated material while performing soil disturbance activities.
- To establish procedures for management and disposal of contaminated material that may be generated during soil disturbance activities.
- To confirm that soil disturbance and/or dewatering activities are conducted with proper pre-planning and in accordance with all applicable regulations and requirements.

This SGMP is intended to be a guide to prepare for future soil and groundwater disturbance activities. An amended SGMP should be prepared to address concerns specific to the proposed activities that could allow exposure to Site COCs. Sampling on the property indicates Site COCs include tetrachloroethene, trichloroethene, trans-1,2-dichloroethylene, cis-1,2-dichloroethene, and vinyl chloride. In addition to the procedures used herein, construction related activities shall also be coordinated with relevant local, state, and federal agencies.

1.1 PROJECT SITE

The Site is located on the south side of Gage Street, northeast of downtown Bennington in Bennington County, Vermont. The Walloomsac River is located to the south. The general location of the Site Property and the surrounding area are depicted on Figure 1.

The Site Property comprises five land parcels (four tax ID parcels), which total approximately 9.29 acres, developed with six buildings which include Plant 1, Plant 2, a Boiler House, Tank Farm Enclosure, an unnamed storage building, and a wooden storage shed. The land parcels are divided into several lots, which are shown on the Site map provided as Figure 2. The two main facility buildings are Plant 1 and Plant 2. Plant 1 is located immediately south of Gage Street and operations in this building ceased in January 2021. Plant 2 is located further south on Scott Street and was vacated in 2016. Information on historical Site building use is described in Section 1.2 below.

1.2 SITE HISTORY

Plant 1 was constructed in stages between approximately 1896 and the 1970s. The facility initially operated as a hosiery manufacturer before transitioning to battery manufacturing. Plant 2 and the Boiler House were built in 1917 for cotton underwear production. Union Carbide, a predecessor of Energizer, began operations at Plant 1 in 1942 and at Plant 2 in the 1950s, producing flat cell batteries and conducting lead plating on the first floor of Plant 2. Miniature alkaline battery production began in the 1960s under the Eveready Battery Co. name.

In 1984, the Site was upgraded for miniature lithium battery production, followed by zinc air cell manufacturing in 1987. Lead plating operations ceased in the 1980s, and remediation was conducted under VTDEC Site No. 770098. Lithium-ion battery production ended in 1999. Eveready rebranded as Energizer in 2000. Plant 2 operations ceased in 2016, and Plant 1 operations, including silver oxide battery production and lithium metal battery repackaging, ended in January 2021.

Historic use of surrounding lots included parking areas, former industrial and residential buildings, and ancillary facilities such as knitting mills, dye houses, and dry cleaners, most of which were demolished by the 1970s.

A more detailed Site history is presented in the 2025 Corrective Action Plan (CAP) prepared by ERM and is not repeated here for brevity.

1.3 PURPOSE AND SCOPE

The purpose of this SGMP is to outline the requirements needed to protect human health and the environment during soil disturbance activities and to provide proper management, transportation, and disposal of wastes.

2. SOIL HANDLING PROCEDURES

This section sets forth the requirements to be followed for Soil Disturbing Activities. The results of the Site Investigation Report/ Corrective Action Feasibility Investigation were submitted to VTDEC on 14 June 2007. Prior to any Soil Disturbing Activities, the soil sampling results within the above-referenced reports should be reviewed to confirm the parties performing the work are familiar with the constituents that may be present in the soil.

2.1 PRE-SOIL DISTURBANCE

Prior to initiating any soil-disturbing activities, the Property Owner must prepare all required site-specific plans and supporting documentation as part of pre-excavation planning. In addition, a detailed workplan describing the proposed activities, anticipated soil disturbances, and soil management methods to protect human health and the environment must be developed and submitted to VTDEC for approval prior to commencing soil disturbance activities. The SGMP must be attached to the workplan and maintained on-Site at all times during both emergency and non-emergency soil disturbance activities.

2.1.1 ADDITIONAL SOIL SAMPLING AND ANALYSIS

If the 2007 Site Investigation Report/Corrective Action Feasibility Investigation does not include specific sampling data for the proposed soil disturbance area or depth, additional soil sampling and analysis may be required before initiating soil disturbance activities to characterize soils in the affected area. The results should be incorporated into the workplan described above that describes the proposed activities, anticipated soil disturbances, and soil management methods to protect human health and the environment.

2.2 SOIL DISTURBING ACTIVITIES

A soil disturbing activity is any activity that requires the movement, redistribution, or agitation of soil. Examples of Soil Disturbing Activities may include, but not be limited to, excavation, regrading, demolition, or well drilling.

The following procedures will be implemented for all excavated materials:

- Workers must perform all intrusive work in accordance with the Health and Safety Plan referenced in Section 6.0;
- All excavated soil must be observed for evidence of gross contamination through visual and olfactory inspection. If no such evidence is observed the material may be staged for reuse within its area of origin.
- If evidence of gross contamination is observed, this material must be staged on an impervious surface, or on plastic sheeting (or equivalent) for waste disposal characterization sampling;
- If excess soil is generated as a result of site construction or development, this soil must also be properly characterized to confirm it is managed off-Site in accordance with applicable laws and regulations;

- All soil management activities must be performed in accordance with applicable erosion and sediment control best management practices.

2.2.1 NOTIFICATION REQUIREMENTS

Notifications to VTDEC are required at the following times for Soil Disturbing Activities:

- At least two weeks prior to commencement of any Soil Disturbing Activities, provide notice including the date of the planned activities, the purpose for completing the work, and a description of the proposed methods to complete the work.
- If any soil during soil disturbing activities demonstrates odors, discoloration, or any other observed evidence of contamination.

3. GROUNDWATER HANDLING PROCEDURES

This section sets forth the requirements to be followed for Groundwater Disturbing Activities.

3.1 GROUNDWATER DISTURBING ACTIVITIES

Groundwater is not anticipated to be encountered during normal operations on Site. However, during soil disturbance activities, dewatering or deep excavations may encounter groundwater. Dewatering is defined as the mechanical extraction of water using a pump or other equipment. The groundwater table fluctuates in depth below grade between seasons but is expected to range between 6 to 12 feet below ground surface within the border of the Site. As a result, excavations are likely to encounter groundwater. Dewatering must be performed by the Property Owner and/or its contractors in accordance with the following guidelines:

- Workers must perform all dewatering activities in accordance with the Health and Safety Plan referenced in Section 6.0;
- Any dewatering required for the performance of the Property Owner's work is to be minimized to the maximum extent practicable. The displacement of water resulting from placement of materials into the subsurface is not restricted by this SGMP.
- Should any work to be conducted pursuant to this SGMP require dewatering and/or disturbance of impacted groundwater in support of excavation/construction, all applicable federal, state and local laws, codes, ordinances, rules and regulations, and all permits and approvals, related to the removal, handling, treatment and discharge of impacted groundwater, must be identified, complied with, obtained and in-place prior to the initiation of the work. The Property Owner's plans must, at a minimum, include an evaluation of water quality, the method(s) by which the extracted groundwater will be treated, contained, and/or disposed of, following the necessary regulatory approvals, etc. Impacted, untreated groundwater must not be discharged directly to the ground surface, collection utilities, wetlands, or water bodies.

3.1.1 NOTIFICATION REQUIREMENTS

Notifications to VTDEC are required at the following times for Groundwater Disturbing Activities:

- At least two weeks prior to commencement of any Groundwater Disturbing Activities, provide notice including the date of the planned activities, the purpose for completing the work, and a description of the proposed methods to complete the work.
- If any groundwater during groundwater disturbing activities demonstrates odors, discoloration, or any other observed evidence of contamination.

4. NEW CONDITION DISCOVERY

Excavation activities within the Site are unlikely to, but have the potential to, expose unknown subsurface conditions. For example, water could be observed as having obvious signs of contamination (e.g. discoloration, odor). If such conditions are discovered, the work shall stop as quickly, and as safely as possible and appropriate notifications made to the Property Owner or their designee for further instructions. The Property Owner or their designee must notify local, state, and federal agencies and other relevant parties as deemed appropriate.

5. NOTIFICATION PARTIES

The following parties should receive copies of the written notification. All notifications, reports or other communications required to be given to DNREC pursuant to this Plan shall be deemed effective as of the date e-mailed to the following representatives, with a hard copy of the email notice being mailed to the address indicated below:

VTDEC Contact

Kristi Herzer (or successor)

Environmental Analyst

Vermont Department of Environmental Conservation

Waste Management & Prevention Division, Brownfields Response Program

National Life Campus, 1 National Life Drive, Montpelier, VT 05602

Phone: (802) 461-6918

kristi.herzer@vermont.gov

6. HEALTH AND SAFETY

A site-specific Health and Safety Plan is required as part of this scope of work. Each contractor is required to complete their own site-specific Health and Safety Plan and assess the risk, level of Personal Protection Equipment (PPE), and level of training required associated with their specific work. Specific job-hazard-analyses or job-safety-analyses are recommended for each task planned. Furthermore, the contractor conducting this work shall properly review all chemical risks to its employees associated with the movement of such soils.

Occupational Safety and Health Administration's Hazardous Waste Operations and Emergency Response (HAZWOPER) training is not required for normal operations on-Site. However, Soil Disturbing Activities may require HAZWOPER trained personnel.

7. IMPLEMENTATION AND CHANGES TO PLAN

The owner of the Property (Property Owner) at the time the Plan is approved by VTDEC shall execute, file and record on the local land records any legal instrument to establish any environmental covenants encumbering the Property that Energizer or any Governmental Authority may determine are necessary to achieve the institutional control objectives set forth in Section 10 of the 2025 CAP. An Environmental Covenant will be recorded in the chain of title for the Facility property pursuant to the Notice to the Land Records section of the Vermont Investigations and Remediation of Contaminated Properties Rule (IRule) (§ 35-902).

The Environmental Covenant will contain reasonable and agreed upon provisions for Energizer, Energizer's affiliates and their respective employees, contractors, agents, and consultants, VTDEC and any other Governmental Authority to have the reasonable right of entry into and in, on, under or about the Property, upon reasonable notice and at reasonable times (in light of the purpose of the entry) to confirm all required activities are being performed consistent with the Plan and the 2025 CAP.

In the event that Property Owner is not Energizer:

- Property Owner shall provide Energizer with copies of all material correspondence or communications from, with or to VTDEC and any Governmental Authority related to activities described in the SGMP or the CAP in a timely manner.
- Property Owner acknowledges and agrees that Property Owner shall provide Energizer with an opportunity to review and comment on any material correspondence and submissions to VTDEC or any Governmental Authority concerning, or that may affect, the activities required under the SGMP or the CAP.
- Property Owner acknowledges and agrees that Property Owner shall provide Energizer with an opportunity to participate in any negotiations or discussions with VTDEC or any Governmental Authority concerning, or that may affect, the activities required under the SGMP or the CAP.

In connection with any changes or modifications to the SGMP or the CAP, the following communications protocol shall apply:

- Property Owner shall provide Energizer with an opportunity for timely prior review and comment of all submissions to be made to any VTDEC or any Governmental Authority in connection with any changes or modifications to the SGMP or the CAP and shall duly consider any comments made by Energizer.
- Property Owner shall provide Energizer with reasonable prior notice of, and an opportunity to participate in, any meeting with VTDEC or any Governmental Authority in connection with any changes or modifications to the SGMP or the CAP.

7.1 ENERGIZER CONTACTS

The following parties should receive copies of the written communication:

Steve Buss

Manager-Global Safety, Health and Environmental Affairs

Cell: 608-683-6092

STEVE.BUSS@ENERGIZER.COM

Elizabeth Heban

Head of Global Real Estate

Mobile: 314.280.1744

elizabeth.heban@energizer.com

8. SOIL MANAGEMENT DURING EMERGENCY WORK

Emergency excavation or soil disturbing activities that are required to protect human health, the environment (e.g., a broken gas line), or property may be performed in the Applicable Areas as required. The entity conducting emergency activities shall notify the Property Owner and VTDEC of the work. To the extent possible given the emergency conditions, excavated soils should be managed pursuant to the following:

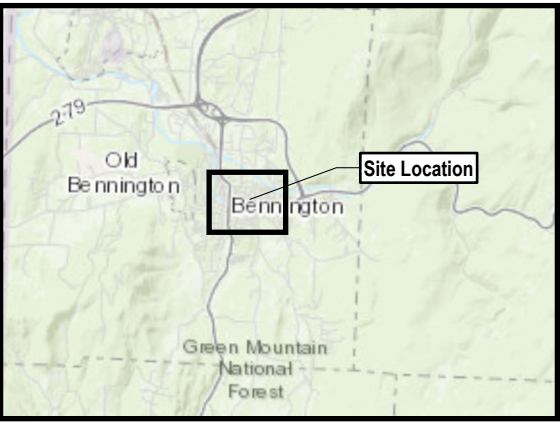
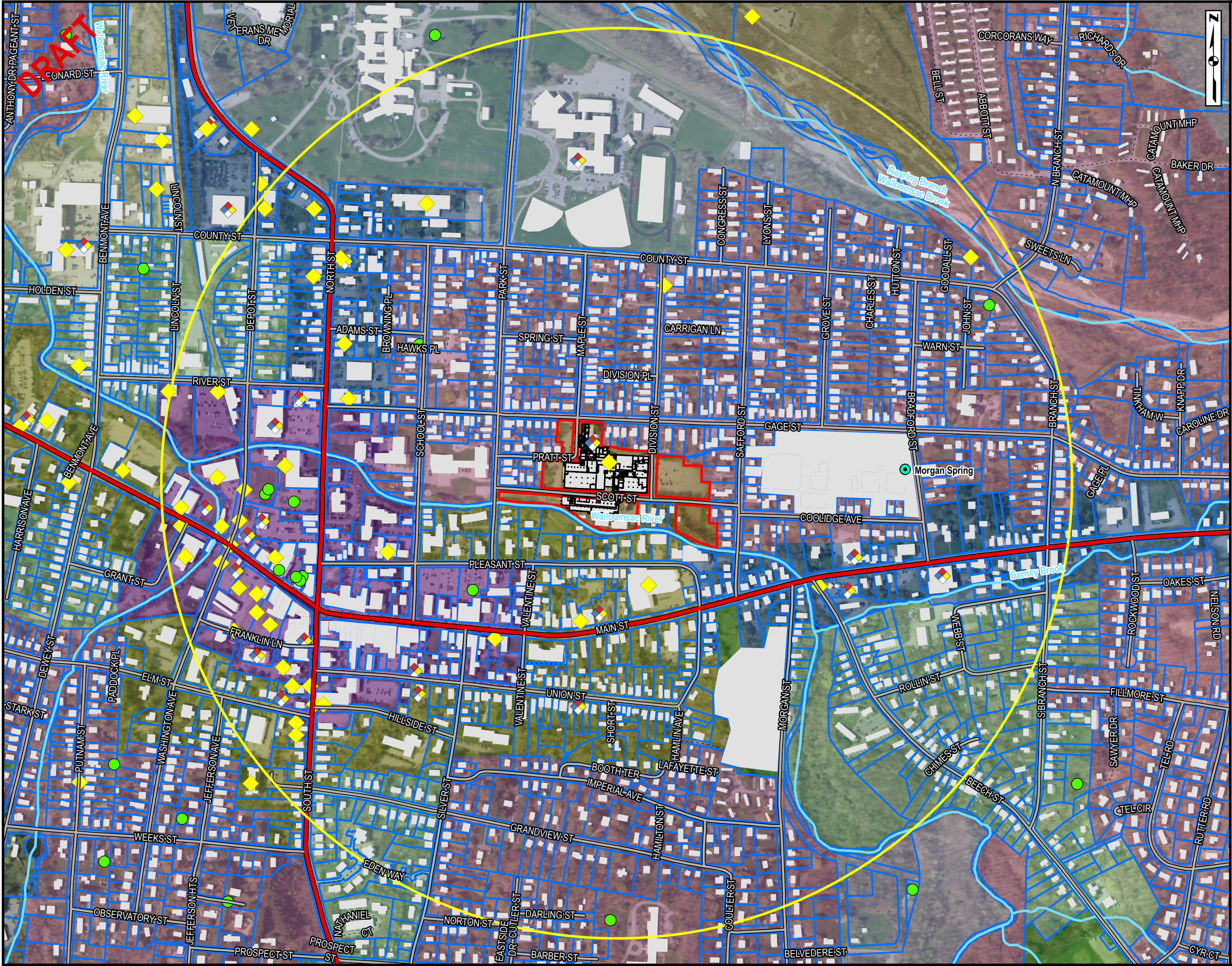
- Workers must perform all intrusive work in accordance with the Health and Safety Plan referenced in Section 6.0;
- All excavated soil must be observed for evidence of gross contamination through visual and olfactory inspection. To the extent possible, all soil generated will be reused on-Site as backfill within the area in which it originated;
- If evidence of gross contamination is observed, this material must be staged on and completely wrapped with plastic sheeting (or equivalent) for waste disposal characterization sampling; and
- If excess soil is generated as a result of site construction or development, this soil must also be properly characterized to confirm it is managed off-Site in accordance with applicable laws and regulations;

9. FINAL SOIL DISTURBANCE REPORTS

As described above in Section 2.2.1, a soil disturbance report must be submitted to the VTDEC at the completion of Soil Disturbing Activities. At a minimum, the report shall include: a description of work performed; a map, with the project/ location and location(s) of Soil Disturbing Activities; and a summary of any soils that required off-Site management with copies of manifests included. Photographic documentation of the restored condition (e.g., grass, asphalt, concrete, etc.) must also be provided. The photographs should at a minimum include views of the overall in-place extent of the restored area.

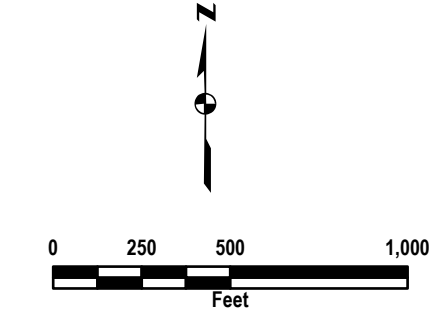


FIGURES



Legend

— Site Building Outline	Office and Apartment
— Site Property Boundaries	Public Open Space
— Property Boundary Lines	Village Commercial
— 2,000 Foot Buffer	Village Industrial
— Surface Water - Rivers/Streams	Village Residential
Public Water Sources	Industrial and Profession
● Active	Mixed Residential
● Proposed	Rural Residential
● Inactive	Urban Mixed Use
● Private Wells	Industrial
— VT E911 Building Footprints	● Hazardous Waste Site
— Zoning	● Hazardous Waste Generators
— Central Business	



NOTES:
1. Aerial Imagery: ESRI World Imagery
Reproduced under license in ArcGIS 10.7
2. Data collected from Vermont Agency of Natural Resources in 2021

Figure 1: Vicinity Map
Property at 401 Gage Street
Bennington, Vermont





Legend

- Elevation Contours
- ▭ Site Property Boundaries
- ▭ Tax Parcels
- 50536100 Tax Parcel ID

NOTES:

1. Aerial Imagery: ESRI World Imagery
Reproduced under license in ArcGIS 10.7
2. Data collected from Vermont Agency of Natural Resources and USGS

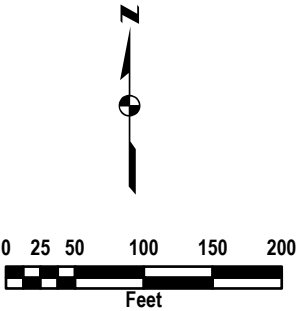


Figure 2: Site Layout Map
Property at 401 Gage Street
Bennington, Vermont





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