

Antrim Wind Energy Project

Decommissioning Plan

Prepared for:

Antrim Wind Energy, LLC
155 Fleet Street
Portsmouth, NH 03801-4050

Prepared by:

TRC
14 Gabriel Drive
Augusta, Maine 04330

June 2015



This decommissioning plan addresses the removal of the Antrim Wind Energy Project and restoration of the site. Upon the commencement of construction for the Project, there will be a clearly defined obligation of the Owner to decommission and remove the Project and restore the site as set forth herein. Decommissioning obligations shall be triggered at the earlier to occur of:

1. **End of Useful Life:** the end of useful life of the turbines is defined as the point in time at which the turbines are non-operational for more than 24 months, and there is not facility maintenance, overhaul, upgrade or replacement underway (as detailed in the Agreement between AWE and the Town of Antrim).
2. **Lease Expiration or Termination:** Subject to the lease agreements between AWE and Project lessors, decommissioning shall be completed within 180 days of the expiration or earlier termination of the lease. As evidenced by the attached lease memoranda, the first lease to expire will be the lease between AWE and Michael J. H. Ott, which has an effective date of December 25th 2009 and a maximum term of 50 years. Subject to the individual conservation easement LOIs by and among AWE, the respective project lessors and the Harris Center for Conservation Education (“HCCE”) each included as part of Appendix 10, the reserved right to construct and operate a wind farm inside the conservation easement is limited in each case to a maximum of 50 years from the effective date of the respective lease agreement. Thus, the conservation easement LOIs reinforce the 50 year maximum time frame (from the lease effective date) until decommissioning must occur.

All permits required will be obtained prior to commencement of decommissioning. All decommissioning tasks will be performed in compliance with applicable laws in effect at the time of the decommissioning as well as the Certificate of Site and Facility.

Decommissioning Tasks

Decommissioning of the Project shall consist of the disassembly, removal, resale, recycling or reuse at another site as applicable, and appropriate disposal of all aboveground equipment and infrastructure and certain specified underground components, as well as the restoration of the Project site as described herein. Tasks included in the process of decommissioning include:

- Vegetation clearing, as necessary, to provide for access and mobility of equipment necessary to complete the decommissioning tasks;
- Road maintenance and modification as necessary to deliver the necessary equipment to the site to complete decommissioning and remove the facilities;
- Removal of nacelles, blades, and towers, and pad mount transformers;
- Removal of foundation components to a depth of 24 inches;

- Removal of all aboveground collector system structures;
- Removal of certain underground collector system components to a depth of 24 inches;
- Removal of the project collector substation;
- Removal of the O&M building
- Removal of the met tower;
- Removal of stormwater features associated with the roads beyond the property line between Mr. Michael J Ott and Antrim Limited Partnership (the road and associated stormwater features on Mr. Ott's property will be reduced to 16' once more after decommissioning but will be left in place.
- Scarification and restorative seeding of all Project roads, shoulders and removed stormwater features beyond the property line between Mr. Ott and Antrim Limited Partnership..

Subgrade structures that are inert materials, such as turbine foundations, will be removed to a depth of 24 inches from the restored surface, with the remainder left in the ground and backfilled to grade with native soils and organic materials.

All areas disturbed during decommissioning will be re-graded to blend in with surrounding topography and will be seeded and loamed, unless the landowners request otherwise in writing. Best management practices, as provided by New Hampshire Department of Environmental Services, will be followed to ensure that environmental impacts are avoided and minimized.

Hours of work during decommissioning will be confined to between 7 AM and 7 PM, excluding Sundays and holidays.

Individual Project component will be addressed as follows:

Roads

Similar to prior to construction, AWE will acquire approvals for transport of oversized/overweight loads to and from the Project site and will coordinate with NHDOT prior to transport to confirm routes and acquire road permits as determined by NHDOT. Access roads and crane path widths will be re-established as necessary to accommodate transport of equipment and components. Dust control, site maintenance during decommissioning, and post-removal road repairs (and reduction to 16' as necessary) on the limited section of road that will remain after decommissioning will also be part of the scope of road work. Once all equipment and components have been disassembled, removed, and disposed of, all project roads beyond Mr. Ott's property will be scarified and reseeded.

Turbines

Turbine decommissioning will require the use of an erection crane and several assist cranes, cutting tools, and transport vehicles. Dismantling of turbine components will first require that fluids are drained from cooling system, transformers, and hydraulic systems and put into appropriate containers. All hazardous fluids will be transported and disposed of in accordance with applicable law.

After all fluids are removed from the turbines, the rotor, nacelle and towers will be dismantled. These parts will be transported off site to be recycled to the greatest extent possible.

Foundations

The removal of the foundations will require the use of a hydraulic excavator and hoe-ram, an additional excavator with a bucket, dozers, loaders, and transport vehicles. Foundation removal will start with the excavation of an approximately 8-foot deep trench around the perimeter of the foundation adjacent to each foundation to accept concrete rubble. The excavated material will be stockpiled adjacent to the trench for use in re-grading. An excavator equipped with a hydraulic ram/impact hammer or comparable equipment, will then remove the top 24 inches of the foundation. All the metal and cable shall be cut off at the new, lower elevation of the foundation so that there is nothing left exposed above the concrete. The metal that is cut off will be separated and recycled. The concrete that is removed from the foundation will be placed into the trench and topped with the stockpiled excavated material. The site will then be re-graded and seeded.

Collector System

Removal of aboveground collector system components will require the use of an excavator, crane, bucket truck, and logging truck for pole transport. Poles and electric conductor will be removed and salvaged. Any holes created by poles will be filled with soil and the soil surface will be stabilized with mulch. Subsurface conductor and conduit that are buried deeper than 24 inches and do not contain any material that may be harmful to the environment will be left in place.

Substation and Operations and Maintenance Building

Removal of the collector substation and Operations and Maintenance Building will require the use of an excavator, hydraulic excavator and hoe-ram, dozer, crane, loader, and transport vehicles. The substation components will first be drained of all fluids before removal. Fencing will then be removed and concrete foundations will be removed to 24 inches below grade in the

same manner as what is done for turbine foundations. The O&M building will then be removed from the site, including removal of foundations to 24” below grade as described above, unless the building or foundation will be reused for another purpose after the decommissioning of the wind farm.

Meteorological Tower

Removal of the meteorological tower will require the use of a crane, excavator, cutting tools, and transport vehicle. After the tower is disassembled and removed, each foundation footing will be removed to 24” below grade as described elsewhere in this document and the area will be re-graded to match with surrounding terrain and reseeded.

Decommissioning Funding

Antrim Wind Energy, LLC has obtained a decommissioning estimate from Reed & Reed, Inc. (see Attachment A hereto) for the complete decommissioning of the Project in accordance with the plan set forth herein. That estimate is for \$2,525,000. Pursuant to AWE’s Agreement with the Town of Antrim, prior to commencement of construction, the decommissioning plan and estimate will be updated and decommissioning funding assurance will be provided to ensure the complete decommissioning of the facility at any time. Although AWE’s agreement with the Town allows decommissioning funding assurance in an amount that accounts for salvage value, which we expect to be significant, AWE will agree to provide decommissioning funding assurance prior to commencement of construction for the full value of the decommissioning estimate without accounting for salvage value. Decommissioning funding assurance in the amount of the decommissioning estimate shall be provided by posting a decommissioning bond, letter of credit, or other financial mechanism that provides for an irrevocable guarantee to cover the estimated costs of complying with AWE’s decommissioning obligations. Any decommissioning bond, letter of credit or other financial mechanism must be:

- issued or made by an entity having and maintaining a minimum credit rating of “BBB” from Standard and Poor’s, or “Baa2” from Moody’s, each as defined on the Effective Date, or their commercial equivalent;
- used only for expenses associated with the cost of decommissioning the Project;
- secured for the benefit of and accessible to the Town in the event that AWE fails to comply with its decommissioning obligations

REED & REED



P.O. Box 370, Woolwich, ME 04579 Tel: 207.443.9747 Fax: 207.443.2792 www.reed-reed.com

June 8, 2015

Mr. John Soininen
Eolian Renewable Energy LLC
155 Fleet Street
Portsmouth, NH 03801

Re: Antrim Wind Project - Decommissioning Cost Estimate

Dear Mr. Soininen:

We have analyzed the decommissioning costs associated with the Antrim Wind Project. The projected total cost of \$2,525,000 is an accurate estimate for the work.

The estimated cost does not contemplate any salvage value for the components being removed from the project. The salvage value of the turbines, substation and other metals is likely to have a significant value in the future and will serve to reduce the overall costs of decommissioning the project.

The cost estimate is summarized as follows:

Turbine Removal and demolition/removal of foundations	\$1,890,000
Decommissioning/removal of the substation	\$135,000
Decommissioning/removal of the collector line, O&M building	\$125,000
Site scarification and storm water feature decommissioning	\$325,000
Restorative seeding on scarified site areas	\$50,000
Total	\$2,525,000

Please contact me with any questions.

Best Regards,
Reed & Reed, Inc.

Arthur J. Cavanagh
Director, Wind Energy