IN THE CIRCUIT COURT OF IRON COUNTY
STATE OF MISSOURI

STATE OF MISSOURI ex rel., Attorney General Chris Koster and the Missouri Department of Natural Resources and the Missouri Air Conservation Commission,	)	
Plaintiff	)	
v.	)	Case No. 13IR-CC00016
The Buick Resource Recycling Facility, LLC and The Doe Run Resources Corporation,	)	
Defendants.	)	

CONSENT JUDGMENT

Plaintiff, State of Missouri, at the relation of Chris Koster, Attorney General, the Missouri Department of Natural Resources ("MDNR"), and the Missouri Air Conservation Commission ("Commission"), and defendants, the Buick Resource Recycling Facility, LLC ("BRRF") and The Doe Run Resources Corporation d/b/a The Doe Run Company ("Doe Run"), by and through counsel, hereby consent to the entry of this Consent Judgment.

WHEREAS, the State of Missouri, through MDNR, in consideration of BRRF's and Doe Run's agreement to complete the implementation of control strategies upon the time schedules as more fully set forth in the Consent Judgment below, and defendants, in consideration of the State of Missouri's agreement to accept the implementation of said control strategies as sufficient, under current information and belief, to attain the 2008 National Ambient Air Quality Standard for lead and to accept the time schedules for completion of such control strategies as being as expeditious as practicable, agree to entry of this Consent Judgment.

WHEREAS, in 2008, EPA revised the National Ambient Air Quality Standard for lead ("2008 Lead NAAQS"). 73 Fed. Reg. 66,964 (Nov. 12, 2008). The revision reduced the NAAQS for lead from

1.5 micrograms per cubic meter ($\mu g/m^3$) to 0.15 $\mu g/m^3$. On November 22, 2010, EPA designated portions of Iron, Dent and Reynolds Counties, Missouri (hereafter "Buick/Viburnum Trend"), as a 2008 Lead NAAQS nonattainment area. 75 Fed. Reg. 71,033, 71,042-43 (Nov. 22, 2010).

WHEREAS, MDNR and the Commission are preparing a State Implementation Plan ("SIP") revision to achieve attainment and maintenance of the 2008 Lead NAAQS in the Buick/Viburnum Trend nonattainment area ("2013 Lead NAAQS Attainment Demonstration SIP").

WHEREAS, as part of the 2013 Lead NAAQS Attainment Demonstration SIP, MDNR, the Commission, BRRF and Doe Run hereby agree that the Court may enter the Consent Judgment set forth below, to be binding on the parties, providing for a lead emission reduction program, which BRRF and Doe Run hereby agree to undertake and complete on the schedule set forth in this Consent Judgment. The parties, by their signatures hereto, acknowledge that they have read and understand the terms of this Consent Judgment and agree to be bound thereby. In the event that the Court does not approve of this Consent Judgment in its entirety and as agreed by the parties, the Consent Judgment shall be null and void and have no effect in this or any other proceedings. The parties understand that the terms of this Consent Judgment are enforceable by further order of this Court, and that this Court retains jurisdiction of the matter in order to enforce the terms of this Consent Judgment.

WHEREAS, this Consent Judgment takes into account all federally enforceable requirements, including injunctive relief provisions of the Consent Decree between BRRF, Doe Run, MDNR and the Environmental Protection Agency filed in the United States District Court in the Eastern District of Missouri, Case No. 4:10-cv-01895-JCH ("2011 Consent Decree"), and entered on December 21, 2011.

WHEREAS, this matter comes before the Court on the petition filed by the State of Missouri (the "State") and MDNR concurrently with this Consent Judgment.

WHEREAS, by agreeing to the terms of this Consent Judgment, BRRF and Doe Run do not admit any liability arising from the allegations set forth in the Petition.

NOW THEREFORE, without adjudication or admission of any issue of fact and with the consent of the parties, IT IS THEREFORE ORDERED, ADJUDGED AND DECREED as follows:

I. Objectives of the Parties

1. The objectives of the parties to this Consent Judgment are to implement control measures set forth herein in furtherance of attainment of the 2008 Lead NAAQS.

II. Jurisdiction

2. This Court has jurisdiction over this matter and of the parties consenting hereto pursuant to Section 643.151, RSMo, of the Missouri Air Conservation Law.

III. Parties Bound

3. The provisions of this Consent Judgment shall be binding upon the parties to this action as well as their agents, servants, employees, heirs, successors, assigns, and to all persons, firms, corporations, and other entities who are, or who will be, acting in concert or privity with, or on behalf of the parties to this action or their agents, servants, employees, heirs, successors, and assigns.

IV. Satisfaction

4. Upon completion of the terms of this Consent Judgment, BRRF and Doe Run are relieved of liability for violations alleged in the State's and MDNR's Petition.

V. Injunctive Relief

5. BRRF and Doe Run (as specifically indicated below) shall undertake and complete the following lead emission reduction program on the schedule set forth below. These control measures and the associated schedules are the reasonably available control measures to be implemented to attain the 2008 Lead NAAQS (as required by Section 172(c) of the Clean Air Act).

6. Projects Required: BRRF shall install the following lead emission control measures:

A. By February 4, 2013, at the south refinery, install a baghouse with a minimum design of 60,000 actual cubic feet per minute ("acfm") to improve refinery ventilation.

B. By February 4, 2013, relocate the baghouse with a minimum design of 38,000 acfm from the sweat furnace to blast furnace storage feed building.

C. By February 4, 2013, at the north refinery, remove the rotary melter and connect its baghouse to the north refinery process ducts to improve refinery ventilation.

D. By February 4, 2013, install a truck tire wash system for outbound traffic.

E. By February 4, 2013, install a pulse-jet baghouse with a minimum design of 75,000 acfm to improve reverberatory furnace process ventilation.

F. By February 4, 2013, after the 75,000 acfm (minimum) designed baghouse, install a dry lime SO_2 scrubber (reaction chamber followed by an associated minimum 65,000-acfm design baghouse) to further process exit gas stream before routing reverberatory furnace process gases to the main stack.

G. Enclose the refinery, blast furnace, reverberatory furnace, and dross plant buildings and install a baghouse with a minimum design of 300,000 acfm to achieve negative pressure consistent with the National Emission Standards for Hazardous Air Pollutants for Secondary Lead Smelting, 40 C.F.R. 63 Subpart X ("Secondary Lead MACT"), revised as of January 5, 2012. Install a new stack with a minimum height of 65 meters for this exhaust stream. Installation of the projects in paragraph 6.G. must be completed and operation commenced by the earlier of (1) the date the facility must comply with the total enclosure standards in the Secondary Lead MACT, revised as of January 5, 2012, and any subsequent revision; or, (2) January 5, 2015.

H. By December 31, 2013, install a 40-foot extension on the breaking separation and neutralization scrubber stack.

I. By December 31, 2013 construct an approximately 30,000 square foot building extension to the existing blast furnace feed storage building.

J. By October 31, 2014, improve process hood capture efficiency by installing batwing style ventilation covers, or covers with equivalent or better capture efficiency, on all refinery kettles.

K. By December 31, 2013, install quick closing powered doors at the door located at the north refinery warehouse, the door located at the south refinery warehouse, and the door at the reverberatory feed storage equipment entrance to minimize fugitive dust emissions from the buildings, to improve fugitive emission capture and to increase building negative pressure. After installation, these doors will be closed except for necessary service traffic or equipment sorties within these buildings, during periods not representative of normal operations, during periods of breakdown or maintenance of the doors, or when necessary for worker health and safety.

7. Projects Required: Doe Run shall install the following lead emission control measures:

A. By June 1, 2013, modify Buick Mine updraft vent 1 at UTM coordinates 665597 4165248, vent 2 at UTM 665867 4162535, vent 3 at UTM 666234 4160599, and vent 6 at UTM 665627 4165742 to achieve a vertical release, defined as 45 degrees from horizontal or greater.

B. By June 1, 2013, preclude public access at Casteel at a minimum distance from the facility as indicated in Appendix I of the 2013 Lead NAAQS Attainment Demonstration SIP.

C. By June 1, 2013, preclude public access at Buick Mine Vents 1, 2, 3, & 6 at a minimum distance from the facility as indicated in Appendix I of the 2013 Lead NAAQS Attainment Demonstration SIP.

D. By June 1, 2013, preclude public access at Buick Mine/Mill at a minimum distance from the facility as indicated in Appendix I of the 2013 Lead NAAQS Attainment Demonstration SIP.

8. Required Practices and Procedures.

A. Baghouse Standard Operating Procedures (SOP): BRRF has an MDNR-approved Baghouse SOP pursuant to the Secondary Lead MACT, revised as of January 5, 2012 for sources at the facility subject to the Secondary Lead MACT. After the applicable deadline for any baghouse projects installed pursuant to paragraph 6 (Projects Required) or paragraph 10 (Projects Required as Contingency Control Measures) and that is not otherwise subject to the Secondary Lead MACT, any such newly installed baghouse(s) shall be subject to the Baghouse SOP.

B. Baghouse Maintenance or Extended Periods of Non-Production (Shut Downs): BRRF may cease the operation of any of the ventilation system units used to achieve the appropriate amounts of negative pressure as required by paragraph 6.G above to perform maintenance on the ventilation system or if all of the lead processing units within a given building have been turned off for a minimum of twenty-four (24) consecutive hours.

C. Local Exhaust Ventilation (LEV) Operation: BRRF will operate LEVs at the following emission units, when the units are operating: (1) the reverberatory furnace; (2) FS-3300 and 3301 dross kettles; (3) refinery dross screw; (4) R-1 to R-10 refinery kettles; (5) the blast furnace; and, (6) the sweat furnaces.

D. BRRF must preclude public access at a minimum distance from the facility as indicated in Appendix I of the 2013 Lead NAAQS Attainment Demonstration SIP. BRRF shall notify MDNR of its intent to modify the location of any fencelines used to demonstrate compliance with this paragraph ninety (90) days prior to the commencement of construction.

E. Doe Run shall notify MDNR of its intent to modify the location of any fencelines used to demonstrate compliance with paragraphs 7.B.-D. ninety (90) days prior to the commencement of construction.

F. Recordkeeping and Reporting. Recordkeeping and reporting under this Consent Judgment are addressed by the recordkeeping and reporting requirements applicable to the facility pursuant to the Secondary Lead MACT, revised as of January 5, 2012.

G. Stack Emission Limits. BRRF will limit lead emissions to the atmosphere from certain stacks as set forth in the following table. BRRF is subject to the limit for EP100 and EP 8 after the completion of the project in paragraph 6.G. The limits for EP 31C, EPA 71, and EP 72 are effective consistent with the Secondary Lead MACT at 40 C.F.R. 63.546.

Stack Name	Stack ID	Emission Limitation
Main Stack	EP 8	0.7 lb/hour
New Blast Furnace Process and Building Ventilation Baghouse	EP 100	0.7 lb/hour
Drum Shredder Baghouse	EP 31C	0.025 lb/hour
Reverberatory Furnace Slag Tap Ventilation Baghouse	EP 71	0.08 lb/hour
North Refinery Baghouse	EP 72	0.006 lb/hour

Compliance will be determined via stack testing requirements and on a schedule that is consistent with the Secondary Lead MACT, revised as of January 5, 2012 except as follows. If any test does not show compliance with the limits herein, the facility will test the stack that tested above the limit and provide the stack test report or results within one hundred and twenty (120) days after the date of the test that failed to demonstrate compliance. If this subsequent test shows compliance, the prior exceedance will not be considered a violation of this Consent Judgment and compliance testing will return to a schedule consistent with the Secondary Lead MACT, revised as of January 5, 2012.

9. Monitoring

A. Missouri has a lead monitoring site network, the 2011 Missouri Ambient Air Quality Monitoring Network Plan, which was approved by EPA on December 12, 2011. MDNR will monitor consistent with the Monitoring Plan and any amendments thereto. Data from any MDNR, BRRF or Doe Run monitor that is not located within ambient air will be used solely for informational purposes and not for determining attainment with the 2008 Lead NAAQS.

B. BRRF has two non-ambient monitors at the sites known as the North and South BRRF monitoring sites. BRRF shall continue data collection from these monitors until data collected from the ambient air network for 36 three-month rolling averages shows continuous attainment with the 2008 Lead NAAQS, until BRRF or Doe Run no longer owns or operates the property where the monitors are located, or upon approval by MDNR that continued monitoring is not necessary.

C. BRRF has a meteorological station and shall continue to monitor meteorological data to support future dispersion modeling or other episode analysis. Meteorological data

collection shall include ten (10) meter wind speed, ten (10) meter wind direction, ten (10) meter ambient temperature, ambient barometric pressure, ten (10) meter sigma theta, ten (10) meter delta temperature, relative humidity, and precipitation. Meteorological data will also include two (2) meter ambient and delta temperature and incoming solar radiation within six (6) months after the effective date. Doe Run shall continue data collection from these monitors until data collected from the ambient air network for thirty-six (36) three-month rolling averages shows continuous attainment with the 2008 Lead NAAQS, until BRRF or Doe Run no longer owns or operates the property, or upon approval by MDNR that the continued monitoring is not necessary.

D. Meteorological monitoring shall be conducted pursuant to an MDNR-approved Quality Assurance Project Plan ("QAPP"). BRRF shall submit the QAPP to MDNR for review and approval within sixty (60) days of entry of this Consent Judgment.

E. BRRF shall provide to MDNR the air monitoring data analysis within thirty (30) days after the end of each calendar month.

F. BRRF shall provide to MDNR the meteorological monitoring data and quality assurance summaries in a quarterly report within forty-five (45) days after the end of each calendar quarter electronically in the format identified in the QAPP.

G. If BRRF or Doe Run purchases property where the MDNR Buick North East monitor is located, Doe Run or BRRF shall allow MDNR access to the property for the purposes of continuing the 2008 Lead NAAQS monitoring.

H. BRRF and Doe Run shall notify MDNR of any real property acquired or released from its possession in the Buick/Viburnum trend nonattainment area where an MDNR monitor is located or within where a BRRF fenceline to preclude public access is located

within thirty (30) days of the transaction being filed with the local Recorder of Deeds. This notification shall include a copy of the Warranty Deed and legal description of the property.

10. Projects Required as Contingency Control Measures

A. If the air quality data for any three-month rolling average period exceeds the 0.15 $\mu g/m^3$ three-month rolling average lead standard after completion and operation of projects and control measures identified in paragraph 6, or any extension date granted by the MDNR, BRRF shall begin implementation of these contingency measures upon written notification from MDNR, and shall complete the projects according to the following schedule. The triggering period for purposes of this provision will be the three-month calendar period following the implementation of the projects and control measures identified in paragraph 6. Additionally, if BRRF fails to make Reasonable Further Progress (defined as the completion and operation of the Projects Required in paragraph 6 of this Consent Judgment or required pursuant to this paragraph 10.B within the time frames set forth), BRRF shall begin implementation of the contingency measures upon written notification from MDNR, and shall complete the projects according to the following schedule. Any of the contingency projects listed herein may only be triggered at the earliest (and only if an exceedance of the 2008 Lead NAAQS is monitored) after a full three-month calendar period following the completion and operation of the preceding control project.[1]

i. Project B(i) shall be completed within nine (9) months from the date BRRF receives notification from MDNR to complete the contingency measure.

[1] For example, if project B(i) is completed and operational on February 15, 2016, the next contingency measure could be triggered only if and after the three month calendar period of March, April and May of that year showed an ambient monitored exceedance of the 2008 Lead NAAQS. As such, in that scenario the contingency could not be triggered before June 1, 2016.

ii. If in any three-month rolling period after completing and operating project B(i), the 0.15 $\mu g/m^3$ rolling three-month average lead standard is exceeded or BRRF fails to make Reasonable Further Progress, MDNR shall notify BRRF of such exceedance or failure and BRRF will complete project B(ii) within a timeframe to be determined by BRRF and MDNR.

iii. If in any three-month rolling average period after completing and operating projects B(i) and B(ii), the 0.15 $\mu g/m^3$ rolling three-month average lead standard is exceeded or BRRF fails to make Reasonable Further Progress, MDNR shall notify BRRF of such exceedance or failure and project B(iii) shall be completed within eighteen (18) months of receipt of the notice.

iv. If in any three-month rolling average period after completing and operating projects B(i) B(ii), and B(iii), the 0.15 $\mu g/m^3$ rolling three-month average lead standard is exceeded or BRRF fails to make Reasonable Further Progress, MDNR shall notify BRRF of such exceedance or failure and project B(iv) shall be completed within twelve (12) months of receipt of the notice.

B. Contingency Projects.

i. Ventilate reverberatory feed storage building with a minimum design to achieve negative pressure of at least .007 inches of water column.

ii. Projects Technology Study for Fugitive Dust Control. Within a timeframe to be determined by BRRF and MDNR, BRRF shall submit a work plan to MDNR for a study of best practices and best available technology for industrial smelter or metal manufacturing facilities with similar fugitive emissions control challenges. The work plan is subject to approval by MDNR. The work plan shall provide that

the study shall be completed and delivered to MDNR within one hundred and eighty (180) days of approval of the work plan. The study will list all best practices and best available technologies identified and, for each technology or practice, will identify those technologies and/or practices that BRRF deems technically feasible and cost-effective for inclusion as Contingency Project B(ii), quantify associated emissions reductions, and provide a time frame for implementation of each. Within sixty (60) days of its receipt of the study, MDNR will advise BRRF whether the projects and timelines proposed by BRRF are acceptable and if MDNR agrees that any of the identified technologies or practices are not technically feasible or cost-effective. Upon approval or after sixty (60) days with no comment, those projects identified in the Study for completion and the deadlines therein shall become a part of this Consent Judgment and fully enforceable hereunder as contingency measures and shall be completed pursuant to the deadlines.

iii. Pave inbound truck parking lot.

iv. Evaluation of ventilation capacity at Main Baghouse. Within a timeframe to be determined by BRRF and MDNR, BRRF shall submit an evaluation of the Main Baghouse capacity and will identify any projects that are deemed technically feasible and cost-effective to redistribute any excess capacity identified in the evaluation and for inclusion as contingency measures and provide a time frame for implementation. Within sixty (60) days of its receipt of the evaluation, MDNR will advise BRRF whether the timelines proposed by BRRF are acceptable. Upon approval or after sixty (60) days with no comment, those projects identified by

BRRF and the deadlines therein shall become a part of this Consent Judgment and fully enforceable hereunder as contingency measures.

C. BRRF shall notify MDNR within ten (10) business days of BRRF's completion of the contingency measures. Within sixty (60) days of such completion, BRRF shall propose an additional quantified contingency measure and a proposed timeframe for completion to be added to this Consent Judgment. Upon approval by MDNR, the additional contingency measure shall become a part of this Consent Judgment and shall be fully enforceable hereunder.

D. If BRRF or Doe Run identifies and demonstrates to MDNR's satisfaction alternative control measure(s) that would achieve attainment with the 2008 Lead NAAQS, BRRF or Doe Run may substitute the new measure(s) for the contingency measure(s) identified above, or may change the order of implementation of the contingency measure(s) and time frames for completion identified above, upon approval of the MDNR's Director of the Air Pollution Control Program. Any substitute contingency measure shall include a schedule for completion.

E. Nothing in this agreement shall prevent BRRF from implementing any of these contingency measures prior to receiving notification from MDNR.

VI. Stipulated Penalties and Force Majeure

11. If the defendants fail to complete construction of the control measures set out in this Consent Judgment by the dates specified, defendants may be subject to stipulated penalties according to the following schedule. The penalties are per day, per violation, and may be assessed by MDNR beginning with the first day of violation after the scheduled deadline date.

Period of Noncompliance	Penalty per Day of Violation

First through 30th day of noncompliance	$1,000.00
31st through 60th day of noncompliance	$2,000.00
61st through 90th day of noncompliance	$3,000.00
91st day of noncompliance and beyond	$5,000.00

If a performance test, conducted per the requirements of paragraph 8.G. of this Consent Judgment, fails to demonstrate compliance with the emission limits stated therein, BRRF may be subject to stipulated penalties according to the following schedule:

First test failure - $1,000

Second test failure - $2,000

Third test failure - $3,000

Fourth (and beyond) test failure – $5,000

If BRRF or Doe Run fails to comply with any other requirements of this Consent Judgment, BRRF or Doe Run may be subject to stipulated penalties according to the following schedule. The penalties are per day, per violation, and may be assessed by MDNR beginning with the first day of violation after the scheduled deadline date.

Period of Noncompliance	Penalty per Day of Violation
First through 30th day of noncompliance	$200.00
31st through 60th day of noncompliance	$400.00
61st through 90th day of noncompliance	$600.00
91st day of noncompliance and beyond	$800.00

12. If any violation is enforceable by more than one agreement or regulatory requirement, MDNR agrees that it may only seek to enforce either the stipulated penalties discussed in paragraph 11

of this Consent Judgment, or the penalty for violation of the specified regulatory requirement, not both, against BRRF and/or Doe Run.

13. All penalties shall be paid within forty-five (45) days of the date of receipt of written notification of the assessment of stipulated penalty from MDNR unless the defendants challenge the penalty pursuant to the dispute resolution procedure outlined in Section VII. If the penalty is challenged, it shall not be paid until thirty (30) days after the Commission's determination that one or both defendants owe the stipulated penalty, and defendants have failed to use, or have exhausted, their rights to review the Commission's decision. If defendants exercise their right to appeal a decision of the Commission, payment will be due thirty (30) days after a final decision.

14. All penalties shall be paid by check made payable to the State of Missouri (Iron County Treasurer), and delivered to the Collections Specialist, Attorney General of Missouri, P.O. Box 899, Jefferson City, Missouri 65102-0899.

15. Upon the request of BRRF or Doe Run, MDNR may in its unreviewable discretion impose a lesser penalty or no penalty at all for violations subject to stipulated penalties. Stipulated penalties are deemed waived if not assessed within two (2) years after MDNR is aware of a violation.

16. The penalties set forth herein shall not apply in the event of a force majeure, as defined in this section. For the purposes of this Consent Judgment, force majeure shall be defined as any event arising from causes beyond the control of defendants and of any entity controlled by defendants, which delays or interferes with the performance of any obligation under this Consent Judgment notwithstanding defendants' best efforts to avoid such an event and fulfill the obligation. The requirement that defendants exercise "best efforts to avoid such an event" includes using best efforts to anticipate any potential force majeure event and best efforts to address the effects of any force majeure event (1) as it is occurring, and (2) following the force majeure event such that the adverse effect or

delay is minimized to the greatest extent practicable. Examples of events that are not force majeure events include, but are not limited to, increased costs or expenses of any work to be performed under this Consent Judgment, changed financial circumstances, or other financial or budgetary issues. Failure to apply for a required permit or approval, or to provide in a timely manner all information required to obtain a permit or approval necessary to meet the requirements of this Consent Judgment, are not force majeure events.

17. If any event occurs that is likely to delay or interfere with the performance of an obligation under this Consent Judgment, whether or not caused by a force majeure event, defendant shall notify MDNR by telephone within five (5) business days of defendant becoming knowledgeable of such event. Within ten (10) business days thereafter, defendant shall provide in writing to the State an explanation and description of the reasons for the delay, the anticipated duration of the delay; all actions taken or to be taken to prevent or minimize its effects; a schedule for implementation of any measures to be taken to mitigate the event; and a statement as to whether, in the opinion of defendant, such an event may cause or contribute to the endangerment of public health, public welfare, or the environment. Defendants shall include with any notice all available documentation supporting the claims that the delay was attributable to a force majeure. Failure to comply with these requirements shall preclude defendant from asserting any claim of force majeure.

18. If the State agrees that the delay or anticipated delay is attributable to a force majeure event, then the State may agree to extend the time for performance of any obligation(s) under this Consent Judgment that is affected by the force majeure event for the time necessary to complete the obligation(s). The State will notify defendants in writing of the length of the extension, if granted, for performance of the obligation(s) affected by the force majeure event. An extension of the time for

performance of the obligation(s) affected by the force majeure event shall not, by itself, extend the time for performance of any other obligations.

19. If the State does not agree that a force majeure event has occurred, or does not agree on the length of any time extension sought by defendant, the issue shall be subject to the dispute resolution procedures set forth in Section VII. In any such proceeding, to qualify for force majeure defense, defendant shall have the burden of demonstrating by a preponderance of the evidence that the delay or noncompliance has been or will be caused by a force majeure event, that its duration was or will be warranted under the circumstances, that defendant exercised or is exercising due diligence by using its best efforts to avoid and mitigate its effects, and that defendant complied with the requirements of paragraph 15-16 above. Should defendant carry the burden set forth in this section, the delay or noncompliance at issue shall be deemed not to be a violation of the affected obligation of this Consent Judgment.

VII. Dispute Resolution

20. Any dispute that arises with respect to the meaning, application or implementation for any provision of this Consent Judgment may be subject to dispute resolution as provided herein, unless the Consent Judgment provision provides that dispute resolution is not available. Any dispute that arises with respect to the meaning, application or implementation of this Consent Judgment shall in the first instance be the subject of informal negotiations between defendants and MDNR. Notice of a dispute shall be given by the party alleging the dispute, shall be addressed in writing to the MDNR Director, and copied to the opposing party. Such notice shall state the specific grounds for the dispute, including any supporting documentation and the relief requested.

21. The MDNR and defendants shall have thirty (30) days from the receipt of the notice of the dispute to resolve the dispute. If agreement is reached, the resolution shall be reduced to writing and

this Consent Judgment modified, if appropriate. If the parties to the dispute are unable to reach agreement within the thirty-day period and this period is not extended in writing by mutual agreement of the parties, the matter will be submitted to the Commission. The opposing party may file suggestions in opposition and include any documentation relevant to deciding the dispute. Said suggestions and documentation shall be submitted within fourteen (14) days of submission of the matter to the Commission. The Commission may hear evidence if needed to reach a decision. The Commission will issue a written decision following its review of the record submitted by the parties.

22. The parties will then be entitled to judicial review pursuant to Chapter 536, Revised Statutes of Missouri. The filing of a notice of dispute shall not automatically suspend, extend, postpone, or affect any parties' obligations under this Consent Judgment with respect to the disputed issue unless expressly provided herein or unless the parties agree to the extension, postponement or affect. This provision shall not be construed to prevent either party from requesting a stay of the party's obligations under this Consent Judgment.

VIII. Exceptional Events

23. Doe Run or BRRF may provide a demonstration to MDNR that a monitored exceedance at an ambient air monitor was the result of an "exceptional event" as the term is defined at 40 C.F.R. 50.1(j). If MDNR agrees that the demonstration supports the characterization of the monitored data as the result of an "exceptional event" as set forth in 40 C.F.R. 50.14, MDNR may flag the monitored data to be used as informational purposes only and may submit a demonstration to the Environmental Protection Agency. Nothing in this paragraph would preclude MDNR from tagging data that was due to an exceptional event and submitting a demonstration to EPA on its own accord or at the request of another party. Any data that is tagged by MDNR to be used for informational purposes cannot be used

as a basis to trigger contingency projects. This provision is not subject to Section VII "Dispute Resolution."

IX. Reservation

24. Nothing in this agreement shall be construed as a waiver of any obligation of defendants or as a permit to defendants under any other environmental laws applicable to defendants.

X. Modifications

25. This Consent Judgment may be modified or amended only by written agreement between the parties, which shall be filed with this Court.

XI. Termination

26. This Consent Judgment and the obligations herein shall terminate upon the payment of any stipulated penalties due and redesignation by the Environmental Protection Agency of the Buick/Viburnum Trend Lead Nonattainment Area as an attainment area for the 2008 Lead NAAQS. If the SIP revision is not approved by the EPA, the parties may terminate this Consent Judgment by written agreement.

27. In the event BRRF or Doe Run ceases operation of lead emission units subject to this Consent Judgment, Doe Run or BRRF shall notify MDNR and will be relieved of the injunctive relief or other required practices that were for the purpose of reducing lead emissions from the subject unit.

XII. Effective Date

28. This Consent Judgment is effective upon entry by the Court.

XIII. Notices

29. Unless otherwise specified herein, whenever notifications, submissions, or communications are made pursuant to the Consent Judgment they shall be made in writing and addressed as follows:

To the Missouri Department of Natural Resources:

Planning Section Chief
Air Pollution Control Program
Missouri Department of Natural Resources
1659 East Elm Street
Jefferson City, Missouri 65101

To The Doe Run Resources Corporation

Environmental Manager
The Doe Run Company
SEMO Mining Milling Division
P.O. Box 500
Viburnum, Missouri 65566

With a copy to:

Vice President of Environmental Health & Safety
The Doe Run Company
1801 Park 270 Drive, Suite 300
St. Louis, Missouri 63146

To Buick Resource Recycling Facility, LLC:

Environmental & Health Manager
The Doe Run Company
Buick Resource Recycling Facility
18594 Highway KK
Boss, Missouri 65440

With a copy to:

Vice President of Environmental Health & Safety
The Doe Run Company
1801 Park 270 Drive, Suite 300
St. Louis, Missouri 63146

SIGNATURES

BUICK RESOURCE RECYCLING FACILITY, LLC

BY: _____

DATE: April 1, 2013

Steve Arnold, Plant Manager

THE DOE RUN RESOURCES CORPORATION

BY: _____

DATE: 4-8-13

Aaron Miller, Chief Operating Officer

MISSOURI DEPARTMENT OF NATURAL RESOURCES

BY: _____

DATE: _____

Leanne Tippett Mosby, Director

Division of Environmental Quality

MISSOURI AIR CONSERVATION COMMISSION

BY: _____

DATE: _____

David Zimmerman, Chairperson

SIGNATURES

BUICK RESOURCE RECYCLING FACILITY, LLC

BY: _____

DATE: _____

Steve Arnold, Plant Manager

THE DOE RUN RESOURCES CORPORATION

BY: _____

DATE: _____

Aaron Miller, Chief Operating Officer

MISSOURI DEPARTMENT OF NATURAL RESOURCES

BY: Leanne Tippett Mosby

DATE: 3/28/13

Leanne Tippett Mosby, Director

Division of Environmental Quality

MISSOURI AIR CONSERVATION COMMISSION

BY: Jack C. Baker

DATE: Mar 28 2013

Jack C. Baker, Chairman

ATTORNEY GENERAL OF MISSOURI

Chris Koster, Attorney General

BY: [illegible] for Kara Valentine

DATE: 3/28/2013

Kara Valentine, Assistant Attorney General

SO ORDERED this 29th day of July, 2013.

Circuit Judge

State of Missouri)
) SS CERTIFICATE OF TRUE COPY
County of Iron)

I, Sammye G. White, Clerk of the Circuit Court for said County, which said court is a court of record, having a clerk and seal, certify that this is a true, accurate and complete copy of Consent Judgment in the above entitled case, as the same appears of record and on file in this office. WITNESS my hand and seal of the court affixed hereto on July 31, 20 13.

Sammye G. White, Clerk, Circuit Court

By Arlene Upton Sutton

IN THE

CIRCUIT COURT OF IRON COUNTY

STATE OF MISSOURI

STATE OF MISSOURI ex rel. Attorney General Chris Koster and the Missouri Department of Natural Resources and the Missouri Air Conservation Commission,	)	
Plaintiffs,	)	
	)	**Case No.** 13IR-CC00016
The Buick Resource Recycling Facility, LLC and The Doe Run Resources Corporation,	)	
Defendants.	)	

FIRST MODIFICATION TO THE CONSENT JUDGMENT

WHEREAS, the State of Missouri, the Missouri Department of Natural Resources ("MDNR"), the Missouri Air Conservation Commission ("Commission"), Plaintiffs, and the Buick Resource Recycling Facility LLC ("BRRF") and The Doe Run Resources Corporation d/b/a/ the Doe Run Company ("Doe Run"), Defendants, state as follows:

WHEREAS, on March 28, 2013, the Commission adopted and signed a Consent Judgment ("2013 Consent Judgment") that requires BRRF and Doe Run to implement control strategies to attain the 2008 Lead National Ambient Air Quality Standard.

WHEREAS, on March 28, 2013, MDNR signed the 2013 Consent Judgment.

WHEREAS, on April 8, 2013, BRRF and Doe Run signed the 2013 Consent Judgment.

WHEREAS, Paragraph 25 of the 2013 Consent Judgment allows for modification of the judgment by written agreement between the parties.

WHEREAS, the parties agree to modify language in Paragraphs 6.G. and 8.G of the 2013 Consent Judgment to remove an emission source identified in the Consent Judgment as Emission Point 100, which will result in no increase in emissions.

NOW THEREFORE, IT IS ORDERED, ADJUDGED AND DECREED that Paragraphs 6.G and 8.G of the 2013 Consent Judgment, be superseded as follows:

6.G. Enclose the refinery, blast furnace, reverberatory furnace, and dross plant buildings and install a baghouse with a minimum design of 300,000 acfm to achieve negative pressure consistent with the National Emission Standards for Hazardous Air Pollutants for Secondary Lead Smelting, 40 C.F.R. 63 Subpart X ("Secondary Lead MACT"), revised as of January 5, 2012. Emissions will be routed to the main stack (EP8). Installation of the above controls must be completed and operation commenced by the earlier of (1) the date the facility must comply with the total enclosure standards in the Secondary Lead MACT, revised as of January 5, 2012, and any subsequent revision; or, (2) January 5, 2015.

8.G. Stack Emission Limits. BRRF will limit lead emissions to the atmosphere from certain stacks as set forth in the following table. BRRF is subject to the limit for EP 8 after the completion of the project in paragraph 6.G. The limits for EP 31C, EP 71, and EP 72 are effective consistent with the Secondary Lead MACT at 40 C.F.R. 63.546.

Stack Name	Stack ID	Emission Limitation
Main Stack	EP 8	0.7 lb/hour
Drum Shredder Baghouse	EP 31C	0.025 lb/hour
Reverberatory Furnace Slag Tap Ventilation Baghouse	EP 71	0.08 lb/hour

North Refinery Baghouse	EP 72	0.006 lb/hour

Compliance will be determined via stack testing requirements and on a schedule that is consistent with the Secondary Lead MACT, revised as of January 5, 2012 except as follows. If any test does not show compliance with the limits herein, the facility will test the stack that tested above the limit and provide the stack test report or results within one hundred and twenty (120) days after the date of the test that failed to demonstrate compliance. If this subsequent test shows compliance, the prior exceedance will not be considered a violation of this Consent Judgment and compliance testing will return to a schedule consistent with the Secondary Lead MACT, revised as of January 5, 2012.

WE HEREBY AGREE to the modification to the 2013 Consent Judgment:

DATE: 7/24/13

MISSOURI AIR CONSERVATION COMMISSION

By: Jack C. Baker

Print Name: Jack C. Baker

Title: Chair

DATE: 7/16/13

MISSOURI DEPARTMENT OF NATURAL RESOURCES

By: Leanne Tippett Mosby

Print Name: Leanne J. Tippett Mosby

Title: Director, DEQ, MDNR

DATE: 7/22/13

CHRIS KOSTER, MISSOURI ATTORNEY GENERAL

By: Kara L. Valentine

Print Name: Kara L. Valentine

Title: Assistant Attorney General

DATE: JULY 18, 2013

THE DOE RUN RESOURCES CORPORATION

By: [signature]

Print Name: AARON W. MILLER

Title VP OF DOMESTIC OPERATIONS AND COO

DATE: July 18, 2013

THE BUICK RESOURCE RECYCLING FACILITY, LLC

By: [signature]

Print Name: Steve R. Arnold

Title: General Manager.

SO ORDERED!

FILED

SEP 05 2013

SAMMYE G. WHITE
CIRCUIT CLERK IRON CO MO

SEAL OF THE CIRCUIT COURT IRON COUNTY, MO